

AT AN EXTENDED MEETING OF THE CULPEPER COUNTY BOARD OF SUPERVISORS HELD IN THE BOARD ROOM, LOCATED AT 302 N. MAIN STREET, ON MONDAY, JANUARY 24, 2005.

Board Members Present: *John F. Coates, Chairman*
Steven E. Nixon, Vice-Chairman
William C. Chase, Jr.
Sue D. Hansohn
James C. Lee
Brad C. Rosenberger
Steven L. Walker

Staff Present: Frank T. Bossio, County Administrator
J. David Maddox, County Attorney
John C. Egertson, Planning Director
Sam McLearen, Zoning Administrator
Peggy S. Crane, Deputy Clerk

CALL TO ORDER

Mr. Coates, Chairman, called the meeting to order at 7:00 p.m. and noted that this was a continued meeting from January 4, 2005.

RE: AGENDA ADDITIONS AND/OR DELETIONS

Mr. Bossio reviewed the following agenda items with the Board:

UNFINISHED GENERAL COUNTY BUSINESS

CLEVINGER'S VILLAGE WATER AND SEWER AGREEMENT. The Board of Supervisors will consider an Agreement between Culpeper County and Centex Homes regarding water and sewer facilities at Clevenger's Corner. A public hearing is not required on a contract; therefore, no public hearing will be held on this matter.

Mr. Nixon moved, seconded by Mr. Lee, to accept the agenda as published.

Mr. Coates called for voice vote.

Ayes – Chase, Coates, Hansohn, Lee, Nixon, Rosenberger, Walker

Motion carried 7 to 0.

CLEVINGER'S VILLAGE WATER AND SEWER AGREEMENT

Dominion Reporting, Inc. prepared a verbatim transcript of the January 24th meeting. See attachment #1 for details of meeting.

At the conclusion of the presentation and discussion regarding Clevenger's Village

Water and Sewer Agreement, the following motion was made:

Mr. Nixon moved, Mr. Lee, to approve the Water and Sewer Agreement. (Motion on page 30 of the transcript.)

Mr. Coates called for voice vote and show of hands.

Ayes - Chase, Coates, Nixon, Lee, Walker

Nays – Hansohn, Rosenberger

Motion carried 5 to 2.

Mr. Coates called for a recess at 7:35 p.m.

Mr. Coates called the meeting back to order at 7:40 p.m.

UNFINISHED PLANNING COMMISSION BUSINESS

Mr. Sam McLearen, Zoning Administrator, read the following Case into record:

CASE NO. Z-403-04-1. Request by Centex Homes, Kenneth Thompson, Minnie Thompson, Newwales, L.C., South Wales Utility, Inc., and South Wales, L.P. to rezone 1,754.07 acres from A-1, RA, R-1 and R-2 to PUD (Planned Unit Development). The proposal would allow for up to 774 dwelling units and 398,000 square feet of retail and office/employment space. The property is located on Routes 211, 229 and 621 in the Jefferson Magisterial District. The Culpeper County Comprehensive Plan designates this area for commercial, low and medium density residential development. Tax Map/Parcel Nos. 7/1, 1A, 1B, 1C, 2, 2A and 8/1 (Portion), 1B. A public hearing will be held on this Case.

At the conclusion of the Mr. Egertson's presentation, comments from the public, and a question and answer period, the following motion was made:

Mr. Chase moved, seconded by Mr. Nixon, to approve the request with the proffers (motion on page 85 of the transcript).

Mr. Coates called for voice vote and show of hands.

Ayes – Chase, Coates, Lee, Nixon

Nays – Hansohn, Rosenberger, Walker

Motion carried 4 to 3.

ADJOURNMENT

Mr. Coates recessed the meeting at 9:13 and reconvened at 9:22 p.m.

Mr. Coates called for a motion to adjourn.

Mr. Nixon moved, seconded by Mrs. Hansohn, to adjourn at 9:22 p.m.

Ayes all.

Peggy S. Crane, CMC
Deputy Clerk

John F. Coates, Chairman

ATTEST:

Frank T. Bossio
Clerk to the Board

DATE APPROVED: April 5, 2005

1 BOARD OF SUPERVISORS
 2 COUNTY OF CULPEPER, VIRGINIA
 3
 4

5 RE: Request by Centex Homes, Kenneth)
 Thompson, Minnie Thompson, New Wales,))
 6 L.C., South Wales Utility, Inc.,)
 and South Wales, L.P. to rezone)
 7 1,754.07 acres from A-1, RA, R-1)
 and R-2 to PUD (Planned Unit)
 8 Development.))
 Case No. Z-403-04-1)
 9 Tax Map/Parcel Nos. 7/1, 1A, 1B,)
 1C, 2, 2A, 8/1 (Portion), and 1B.)
 10
 11

12 MEETING OF THE BOARD
 13 and
 14 PUBLIC HEARING
 15

16 Board of Supervisors Meeting Room
 17 County Office Building
 18 302 North Main Street
 19 Culpeper, Virginia
 20

21 7:00 p.m.

22 January 24, 2005
 23

1 BEFORE:

2 Culpeper County Board of Supervisors

3 John F. Coates, Chairman, Salem District

4 William C. Chase, Jr., Stevensburg

5 Sue D. Hansohn, Catalpa

6 James C. Lee, Cedar Mountain

7 Steven E. Nixon, West Fairfax

8 Brad C. Rosenberger, Jefferson

9 Steven L. Walker, Vice-Chairman, East Fairfax

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12 APPEARANCES:

13 Planning Director: John C. Egertson

14 Zoning Administrator: Sam A. McLearen

15 Deputy Clerk: Peggy S. Crane

16

17 ALSO PRESENT:

18 Frank T. Bossio, County Administrator

19 John D. Maddox, Esquire, County Attorney

20

21

22 Debra A. Copeland, Reporter

23

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1 P-R-O-C-E-E-D-I-N-G-S

2

3 CHAIRMAN COATES: Good evening. I would
4 like to welcome you to this meeting this evening.
5 This is a public hearing. As you know, this is a
6 continued meeting from January the 4th. Again, I
7 would like to apologize for those of you that came to
8 that meeting and we had to continue it until tonight.
9 But there were circumstances, as you know, that
10 caused us to do that.

11 At this time, members of the Board, we have
12 an agenda before us this evening. I'm going to ask
13 the county administrator to go over those two items
14 on the agenda, please.

15 MR. BOSSIO: Thank you, Mr. Chairman. Under
16 Item No. 1, Clevenger's Village Water and Sewer
17 Agreement, this is not a public hearing but it is for
18 -- for disposal of the water and sewer agreement.
19 The unfinished Planning Commission business is Case
20 No. Z-403-04-1, which is a request by Centex Homes,
21 et al., to rezone the property which I believe
22 everybody in the audience is familiar with.

23 CHAIRMAN COATES: Any questions for the

1 administrator?

2 Can I hear a question to accept this agenda,
3 please?

4 MR. NIXON: So moved.

5 MR. LEE: Seconded.

6 CHAIRMAN COATES: The motion is seconded.

7 Discussion?

8 All in favor of the motion, indicate by
9 saying aye.

10 MS. HANSOHN: Aye.

11 MR. ROSENBERGER: Aye.

12 MR. NIXON: Aye.

13 MR. COATES: Aye.

14 MR. LEE: Aye.

15 MR. WALKER: Aye.

16 MR. CHASE: Aye.

17 CHAIRMAN COATES: Those opposed?

18 Thank you.

19 Let's move to Item No. 1. This is our water
20 and sewer agreement.

21 MR. BOSSIO: Thank you, Mr. Chairman. While
22 Mr. Howard makes his way to the podium, just a couple
23 of brief comments. First of all, I want to say thank

1 you to the entire staff. We worked on this for quite
2 a long time. There's been some intense negotiations
3 throughout the process, and I want to say thank you
4 to Paul Howard, who's put in awful lot of time; to
5 John Egertson and Dave Maddox, as well as all of the
6 other consultants that helped out on this process.

7 We went in -- for those of you in the
8 audience, we went into this water and sewer agreement
9 with a few assumptions that I think that you ought to
10 know about. The first of those is that this
11 facility, of course, would be publicly owned; that
12 the county would have control over the entire
13 process; that there would be no cost to the
14 taxpayers, no cost to the county, and no risk to the
15 county. Obviously, you can't mitigate every little
16 bit of risk that there possibly could be because we
17 don't know what we don't know in the future. But we
18 think we have done a masterful job of trying to
19 mitigate the risks that we knew about and that we
20 could foresee.

21 We wanted to consider everybody in this
22 negotiation, including the current residents of South
23 Wales, considering their situation with the old plant

1 which is under a consent order. And we wanted no
2 contingent liability for the future citizens of the
3 county and for current citizens of the county.

4 It's been about two and a half years since
5 the first rezoning request came forward. And as you
6 recall during that period of time, this whole process
7 started with Centex Corporation, et al., building the
8 plant. We have since migrated now to the county
9 controlling, owning and building the plant. So we
10 think we have better control over the process.

11 Those are just some of the highlights in
12 terms of considerations before we went forward with
13 these negotiations, and I'm going to ask Mr. Howard
14 to go into a little bit more detail now about the
15 water and sewer agreement and about our assumptions
16 as we went in there and what the outcomes were so
17 that you may have that fully disclosed to you at this
18 time.

19 Mr. Howard.

20 MR. HOWARD: Thank you, Mr. Administrator
21 and Chairman, members of the Board. You all have a
22 copy of a signed water and sewer agreement between
23 Culpeper County and the developer of the Clevenger's

1 Village for your consideration. I would say that's
2 signed by just the developer and not by Culpeper
3 County.

4 I will review briefly, as Frank mentioned,
5 the basis for our negotiations and the outcomes, and
6 then I'll review some of the substantive provisions
7 of the agreement. I will review each section as it
8 is outlined in the agreement so you all can follow
9 along in the agreements that were included in your
10 package. There were some extra copies of the
11 agreement on the table for any residents that came in
12 that may want a copy as well.

13 Mr. Stanley Franklin with McGuire Woods is
14 our outside legal counsel. He is here in the
15 audience. Mr. Paul Cumiskey with PJ Sun was our
16 financial analyst that helped us with this agreement.
17 And Mr. Terry Reid and Maynard Jones are the
18 engineers from Wiley & Wilson that assisted in this
19 agreement. They are all here in the audience and can
20 answer specific questions after my presentation.

21 To briefly go over the basis for our
22 negotiations, as was mentioned by Frank, going into
23 this, our basic premise was, one, to limit any risk

1 to Culpeper County. We wanted to limit any capital
2 contribution by the county, and we did not want to
3 finance or front any money for the construction and
4 operation of a water and sewer system.

5 We also wanted it to be a regional public
6 utility system that would be accessible to others in
7 the area as called for in our comprehensive plan. We
8 also wanted to select the water and sewer treatment
9 technologies, and we wanted to control how the
10 facilities were built and the quality of the
11 construction.

12 Lastly, we wanted an arrangement that would
13 be fair to the current and to the future customers.
14 And when I say fair, I do not mean that there will no
15 rate increases. We do expect the average current
16 bill of about \$40 a month to increase to about \$60
17 per month to cover the operating costs of the new
18 water and sewer treatment system. The rate increases
19 will be shared amongst all parties involved,
20 including the new and the existing customers, but
21 these rates would have to go up regardless of the
22 pending rezoning to improve the conditions out there
23 at the existing wastewater treatment plant.

1 To highlight the outcomes of our
2 negotiations, these are the basic outcomes and Centex
3 and sort of the frame work of our agreement that I
4 will review with you right now in more detail.
5 First, Centex will prepay all the design and
6 construction costs for the water and sewer systems.
7 Centex will guarantee all their financial obligations
8 under this agreement with a letter of credit.

9 Centex will prepay a capital and operating
10 reserve to the county before the system becomes
11 operational. The county will have full control over
12 the design and construction of the water and sewer
13 treatment systems to our specifications, and Centex
14 will upgrade the existing water and sewer systems and
15 service in the South Wales subdivision and will
16 replace the failing wastewater treatment plant.

17 If you're following along in your agreement,
18 I'll start with Article I. This is the county's
19 responsibility for construction. These are the
20 elements that the county will have to build and that
21 Centex will pay for in advance.

22 The county will build all the wells and the
23 wellhead infrastructure at each well and design it.

1 The county will also design and build the new water
2 treatment plant with provisions for radon and arsenic
3 removal. The county will design and build two
4 elevated water storage tanks to provide fire flow in
5 the new subdivision and in the existing subdivision.

6 The county will design and build the new
7 wastewater treatment plant, and the county will
8 design and build one regional wastewater pumping
9 station that will be located at the headworks of the
10 wastewater treatment plant.

11 These are Centex's construction
12 responsibilities under our agreement. Centex will
13 build the water and sewer distribution systems,
14 including the pump stations, the raw water lines that
15 go from the wells to the water treatment plant, and
16 the finished water lines that go to the storage
17 tanks. Centex will also build paved access roads to
18 the water and wastewater treatment plant, to each of
19 the wells, and to the two storage tanks.

20 In the existing South Wales subdivision,
21 Centex will connect the existing water lines to the
22 new water system in several locations that will be
23 determined in the master water and sewer plan. This

1 will allow us to provide fire flow in the existing
2 subdivision.

3 The county will be responsible for preparing
4 the master water and sewer plan.

5 Some people are concerned that we would have
6 to dig up all the front yards and roads in the South
7 Wales subdivision to accommodate fire flow, but we
8 found some preliminary water modeling, and we believe
9 that after we connect the existing water system to
10 the new water system at several locations under Route
11 229, they will be able to provide fire flow in most,
12 if not all, of the areas. This will allow us to
13 create a couple of loops in the water system that we
14 can feed fire flows from two directions.

15 We were able to test and inspect the
16 existing sewer system, but we were not able to
17 inspect and test the water system. The health
18 department has some concerns with the testing
19 methodologies that we proposed for the water system.
20 So Centex will repair the identified deficiencies in
21 the sewer system, and they will repair inefficiencies
22 that occur in the water system for one year after the
23 two water systems are connected and operating.

1 Centex will also set up a groundwater
2 monitoring network in the area which includes
3 automated groundwater-level recorders so we can
4 monitor the effect of water use in the development as
5 having on the groundwater supply. And Centex will
6 transfer ownership of the groundwater monitoring
7 program to the county before they build any houses.

8 As part of the monitoring program, Centex
9 will also provide a hundred-thousand-dollar bond to
10 Culpeper County that we can use to search for
11 additional water supplies in the event the wells do
12 not perform as indicated during the hydrogeologic
13 study and during the pumping test. This bond will
14 expire two years after issuance of the 700th
15 residential building permit. So we should have a
16 pretty good idea of how the aquifer is performing
17 when this bond expires.

18 Centex will also demolish and remove any
19 unused portions of the existing water and sewer
20 systems that are serving the South Wales subdivision.

21 Centex will also provide easements and right
22 of way in locations identified in the master water
23 and sewer plan that the county will prepare to make

1 sure water and sewer service is accessible to other
2 offsite users in the area. Centex will also oversize
3 the water and sewer systems as identified in the
4 master waer and sewer plan to accommodate expected
5 flows from the entire village center.

6 The county will prepare and Centex will pay
7 for a master water and sewer plan that will describe
8 the layout, the location and the size of the water
9 and sewer facilities to serve the entire Clevenger's
10 Corner area and will also show how the system will be
11 expanded and will grow.

12 The county will also immediately start
13 design of the water and sewer treatment facilities
14 and will provide a construction schedule with the
15 goal of having the water and sewer system operational
16 within three years of zoning approval. The county
17 will use its best good-faith efforts to achieve this
18 goal.

19 After the water system is operational,
20 Centex has the option, at their own expense and risk,
21 to begin a pumping and hauling operation for
22 wastewater from the new construction within 30 months
23 -- well, 30 months from the date of this agreement.

1 If Centex refuses to exercise this option, the pump
2 and haul will be subject to a separate agreement
3 between the county and the developer.

4 The county will also include a clause in its
5 invitation to bid for the wastewater treatment plant
6 stating a substantial completion date that
7 corresponds to 36 months from the date of the
8 agreement. We will also include a liquidated damages
9 clause in the invitation for bid that the
10 construction contractor will cover the cost of
11 pumping and hauling after 36 months if the wastewater
12 facility is not operating. The pump and haul option
13 is also predicated on having the water system
14 operational.

15 The county has also prepared financial
16 projections, and a budget and a drawdown schedule for
17 this project is included in the agreement. The
18 projections and the budget document project
19 anticipated costs for the facilities, and the
20 schedule will determine when the funds are disbursed
21 to the county.

22 In the financing section, Centex will
23 purchase 907 ERCs. And an ERC stands for an

1 equivalent residential connection. So one ERC is one
2 tap for one house, or the equivalent thereof. For
3 the commercial, one ERC represents about 5,000
4 gallons per day of consumption.

5 They will purchase, as I said, 907 ERCs in
6 advance, according to the schedule set by the county,
7 to cover the cost of the water and sewer
8 improvements. Each ERC is projected to cost \$23,698,
9 and we estimate the total cost for constructing the
10 water and sewer treatment systems to be \$17,669,000.

11 The estimated construction cost will be
12 adjusted up or down depending upon the bid results
13 for the construction contract. If the actual
14 construction costs are less than \$17,669,000, the
15 availability fee will be adjusted based on provisions
16 in the Water and Sewer Authorities Act. If the
17 actual construction costs are higher, then the county
18 will raise the availability fees.

19 In addition to the construction costs,
20 Centex will pay a \$3,825,000 operating reserve to the
21 county when the system becomes operational, and this
22 will cover anticipated operating losses and provide
23 some operating reserves to the county.

1 Centex will pay up to oversize the water and
2 sewer facilities, and the county will reimburse them
3 up to \$2 million for the oversizing. The county will
4 pay Centex \$5,882 for each availability fee paid by
5 offsite users that connect within 10 years of this
6 agreement, and the reimbursement will be limited to
7 340 offsite connections.

8 So if anybody in the service area connects
9 within 10 years, \$5,882 would go to Centex. Once 340
10 connections are reached, then they would receive no
11 reimbursement. Or, once the 10-year deadline -- we
12 have reached the 10-year deadline, they would receive
13 no additional reimbursement.

14 Centex will provide a guarantee of its
15 \$21,494,000 financial obligation under this agreement
16 with a letter of credit in a form and substance
17 acceptable to the county. This letter of credit will
18 cover the \$17,669,000 for the construction of the
19 water and sewer systems and the \$3,825,000 in
20 reserves.

21 I would like to emphasize as well that
22 nothing in this agreement in any way constrains the
23 rate-making and rule-making authority of the county

1 or the water and sewer authority. The county and the
2 authority will be able to raise and lower rates and
3 availability fees in accordance with the Water and
4 Sewer Authorities Act or legislative ability of the
5 county.

6 Centex will also reimburse the county for
7 all of our consultant expenses, including legal,
8 engineering and financial that we have incurred up to
9 the date of the rezoning. In addition to other
10 expenses described in the agreement, Centex will also
11 reimburse the county for the preparation of the
12 master water and sewer plan and will pay up to an
13 additional \$250,000 in consultant and county expenses
14 incurred or county expenses that we incur before the
15 systems are operational.

16 For those of you following along in the
17 agreement, Article II and Article III are more like
18 legal terms. I'll hit just a couple of highlights on
19 those. In the transfer of utility property to the
20 county, they will transfer it to us within 60 days of
21 our request to do so. But there are a few
22 preconditions to that transfer, one being the
23 property gets rezoned; two, that the county's

1 approved and issued any special use permits or site
2 plan approval as required to implement the design and
3 construction of the utilities and the subdivision and
4 there's been no adverse court action that would
5 prevent any party from fulfilling their obligations
6 under the agreement.

7 They will also transfer the VPDS permit for
8 the new wastewater treatment plant to the county, and
9 we'll file a joint request to transfer that permit to
10 the county. It will also require a State Corporation
11 Commission action to request termination of the
12 certificate for convenience and necessity for South
13 Wales Utilities, Inc. They will transfer the title
14 of the property to the county, and they will pay all
15 the recording costs and include all the easements and
16 right of way. We will also have to file for a joint
17 permit renewal for the existing wastewater plant in
18 2007.

19 The Article III is the other provisions
20 category. That is the boilerplate legal language.
21 There are a couple of provisions in there that are
22 pertinent. One of them is that Centex will have the
23 right to use treated wastewater from the wastewater

1 treatment plant. They will have the first right of
2 refusal to purchase this water from the county, but
3 it will be a purchase, and it will be subject to a
4 future agreement. As you know, the DEQ right now is
5 drafting regulations for wastewater reuse, and we
6 don't know right now what stipulations will be placed
7 on that.

8 The term of this agreement is for 20 years
9 except for the reimbursement provision, which is
10 limited to 10 years. And this section also includes
11 the termination provisions, assignment provisions and
12 some of the enforcement language.

13 That concludes my presentation on the water
14 and sewer agreement. It is recommended, I believe,
15 by staff for your consideration and approval. I will
16 open up for any questions you may have for me or the
17 consultants.

18 CHAIRMAN COATES: Members of the Board, any
19 questions for Mr. Howard --

20 MS. HANSOHN: Yes, sir.

21 MR. COATES: -- or the consultants?

22 MS. HANSOHN: Yes, sir, for Mr. Howard.

23 Paul, what would be the cost to Centex if we

1 didn't have this agreement and they were doing this
2 for their own 774 units?

3 MR. HOWARD: To build a water and sewer
4 treatment plant?

5 MS. HANSOHN: Yes.

6 MR. HOWARD: We think the \$17,000,000 is our
7 cost of what we think it will cost. They have
8 mentioned in the past far less than that, but I don't
9 know exactly what their numbers are.

10 MS. HANSOHN: Well, shouldn't it be about
11 the 17 million?

12 MR. HOWARD: It should be. We think it will
13 be 17 million. If they build it the same way we want
14 to build it, then we think that's a good number.

15 MS. HANSOHN: Okay. Would that cost also
16 include the upgrade of the existing one or providing
17 it for the existing homeowners at South Wales? Would
18 that also be included in the 17 million?

19 MR. HOWARD: Yes, the 17 million would
20 include replacing the plant that's in existence right
21 now and the upgrades to the South Wales subdivision.

22 MS. HANSOHN: Just a couple more questions.
23 When you talk about the pump and haul, would you

1 explain to me when that would take place.

2 MR. HOWARD: The way the agreement is
3 written right now, we are supposed to make every
4 effort to have a wastewater plant and water system
5 operating in 36 months. We'll have the -- if the
6 water system is operating, Centex has the option, at
7 30 months -- they can see where we are at 30 months.
8 They have the option at 30 months of starting a pump-
9 and-haul operation on their own, which they would
10 have to get permitted by the health department and
11 DEQ.

12 At 36 months, then the contract provisions
13 with the contractor would kick in and liquidated
14 damages would take over the costs at 36 months.

15 MS. HANSOHN: So what you're saying, they
16 are going to go ahead and start their building before
17 the plant is completed?

18 MR. HOWARD: They have the option of
19 starting to build houses before the plant is complete
20 at 30 months, and they would incur the cost of pump
21 and haul for those houses until the plant is
22 operational.

23 MS. HANSOHN: One last question. How many

1 people is it going to take to man this treatment
2 plant?

3 MR. HOWARD: We are projecting nine people.
4 That includes operators and field personnel and
5 administrative to run the entire operation.

6 MS. HANSOHN: Okay. How are they going to
7 be paid?

8 MR. HOWARD: That's included in the rate
9 base for the utility. They would be paid from user
10 fees.

11 MS. HANSOHN: The user fees, you feel, will
12 cover --

13 MR. HOWARD: Well, the --

14 MS. HANSOHN: -- all the salaries?

15 MR. HOWARD: The \$3.8 million reserve,
16 825,000 of that reserve is to cover operating losses
17 that we are projecting until we reach a thousand
18 customers. We think once it reaches a thousand
19 customers, it would be self-supporting for operating
20 expenses.

21 MS. HANSOHN: Thank you.

22 MR. HOWARD: You're welcome.

23 CHAIRMAN COATES: Any other questions?

1 MR. WALKER: Paul, could you explain that
2 10-year reimbursement again?

3 MR. HOWARD: Centex has the -- once -- they
4 are paying to oversize the water and sewer system.
5 So for anybody that connects to the water and sewer
6 system offsite -- so that would be Mr. Murphy,
7 Mr. Epstein or anybody else that's offsite. Once
8 they pay the county an availability fee, we would
9 give Centex \$5,882 of that availability fee if they
10 connect within 10 years of signing this agreement.

11 MR. WALKER: Thank you.

12 MR. ROSENBERGER: Mr. Chairman.

13 CHAIRMAN COATES: Yes, sir.

14 MR. ROSENBERGER: Where are the sites for
15 the elevated water tanks located? And are they going
16 to be fee simple, or is that going to be a
17 requirement along with the purchase of the sites?

18 MR. HOWARD: There are three sites. One of
19 them is on the preserved south and southern portion
20 of the property where the two schools are. One of
21 them is on 229 right at the corner of 211 and 229,
22 right by the commercial sector. The third potential
23 site is on New Wales property, over to the eastern

1 part of the commercial area.

2 The two on Centex's property are fee simple,
3 and the one on New Wales will be given to the county.
4 I'm not sure if it's fee simple or not, but it's
5 included in the agreement that it will be transferred
6 to Culpeper County from New Wales. And we will need
7 the one on the south and one of the two on the north.

8 MR. ROSENBERGER: The hundred-thousand-
9 dollar bond that's going to be available until the
10 two years after the 700 building permits have been
11 issued, if there were to be a problem with water, how
12 far is a hundred thousand dollars going to go?

13 MR. HOWARD: That will go for some studies
14 and could go for a well or two. That just depends on
15 how severe the problem is. If you are looking for a
16 well or two, I think it would cover it. If we need
17 to replace the entire well network, then it wouldn't.

18 MR. ROSENBERGER: Thank you.

19 CHAIRMAN COATES: Any other questions?

20 MS. HANSOHN: I have one more question. The
21 storage tanks you were speaking of, are they going to
22 be visible, then, from 211 and 229?

23 MR. HOWARD: Yes.

1 MS. HANSOHN: They are going to be right
2 there?

3 MR. HOWARD: They will be about 150 to 180
4 feet tall.

5 CHAIRMAN COATES: Any other questions for
6 Mr. Howard?

7 MR. NIXON: I have a question on the pump
8 and haul. After the 36 months, I understand that --
9 my understanding is we are going to get a bond from
10 the guy constructing or whoever constructs the water
11 and sewer treatment plant --

12 MR. HOWARD: Uh-huh.

13 MR. NIXON: -- to cover the cost of pumping
14 and hauling which the county is responsible for after
15 the 36 months.

16 MR. HOWARD: Uh-huh.

17 MR. NIXON: Can you explain that a little
18 bit just so everybody understands it better?

19 MR. HOWARD: We'll include a liquidated
20 damages provision in the invitation for bid that
21 states that if the contractor is not finished the
22 construction of the wastewater plant in accordance
23 with the contract documents and the completion date,

1 then he will have to pay a liquidated damages amount
2 of X to the county that would cover the cost of
3 pumping and hauling.

4 MR. NIXON: Is that cost reimbursed to
5 Centex for their expenses over and above the 36
6 months?

7 MR. HOWARD: No. Let me understand your
8 question now. Reimbursing -- the liquidated damages
9 will go to Centex to cover the cost of the pump and
10 haul.

11 MR. NIXON: Right.

12 MR. HOWARD: Okay.

13 MS. HANSOHN: I did think of one more
14 question. Paul, wouldn't it be more prudent to wait
15 until the sewer plant is completed before they start
16 building houses?

17 MR. HOWARD: That would be up to Centex. If
18 they are willing to take the risk and pay for the
19 pumping and hauling, the return on their investment,
20 maybe it's to their advantage to go ahead and start
21 paying for that. But that would be at their expense.
22 I think in all best of both worlds, they would wait,
23 but that's up to them, for that six-month period.

1 CHAIRMAN COATES: So, Paul, what you are
2 saying, up to 30 months, there would be no homes.

3 MR. HOWARD: Correct.

4 CHAIRMAN COATES: But after 30 months, they
5 could start construction.

6 MR. HOWARD: Well, they could -- they could
7 build homes. They just couldn't connect into the
8 water and sewer system, so they couldn't sell it.

9 CHAIRMAN COATES: Right.

10 MR. HOWARD: Now, they might have a house
11 complete and sold --

12 CHAIRMAN COATES: But after 30 --

13 MR. HOWARD: -- I mean, at 30 months, but
14 they wouldn't have an occupancy permit and couldn't
15 sell it.

16 CHAIRMAN COATES: But after 30 months, they
17 could --

18 MR. HOWARD: Uh-huh.

19 CHAIRMAN COATES: -- under this agreement,
20 and that's where the pump and haul comes in --

21 MR. HOWARD: Correct.

22 CHAIRMAN COATES: -- if they choose to do
23 so.

1 MR. HOWARD: Correct, assuming the water
2 system is operating.

3 CHAIRMAN COATES: Any other questions or
4 comments?

5 MR. NIXON: I have one.

6 Now, Paul, I assume that you have looked at
7 other agreements in other counties similar to this.
8 How does this stand up to other agreements? Or maybe
9 Frank would like to chime in on that one.

10 MR. HOWARD: I think it's the best agreement
11 we could have reached on this development. I have
12 looked at others. There are very unique
13 circumstances for each development, so I don't think
14 we've -- I think it's a fair agreement for our part.

15 MR. NIXON: And do you and Mr. Franklin,
16 also, think that we have mitigated any damages to the
17 county to the best of our abilities, or risk to the
18 county?

19 MR. HOWARD: I think we have addressed as
20 many risks in here as we could.

21 MR. FRANKLIN: I agree with that, sir.

22 MR. NIXON: Thank you.

23 CHAIRMAN COATES: Hearing no further

1 questions, thank you, Paul.

2 MR. HOWARD: Thank you.

3 CHAIRMAN COATES: Any comments or motions by
4 the board?

5 MR. NIXON: Mr. Chairman, if I may.

6 CHAIRMAN COATES: Yes.

7 MR. NIXON: First, I would like to make just
8 a general statement. I would like to thank Stan
9 Franklin and his group, the county staff for their
10 efforts in the water and sewer agreement. I think
11 they have gone head and shoulders above what we
12 anticipated. The board had asked them to look into
13 this and have no risks to the county or its
14 residents, and I think they have done a stellar job
15 in bringing us an agreement that has indeed done
16 that.

17 All totaled, about \$21,000,000 for water and
18 sewer for this facility. 450,000 gallons of the
19 planned water and sewer is for Centex. The other 150
20 is excess for future development. And based on my
21 estimation, I think it's a win-win for the county.
22 So based on the recommendation of the staff and also
23 our consultants, I would like to move for approval.

1 MR. LEE: Second.

2 CHAIRMAN COATES: Motion seconded.

3 Discussion?

4 MR. ROSENBERGER: Mr. Chairman, I don't know
5 what you call a win-win situation. I have sat here a
6 long time, and I haven't seen very many of them in 20
7 years. But I certainly do appreciate the efforts of
8 the staff on this proposal, but I don't think there
9 are any guarantees in life other than death and
10 taxes. And one of them tonight we are dealing with,
11 and that's going to be taxes at some point in time.
12 But I believe that there are too many unknowns, as
13 far as I'm concerned, to support this.

14 CHAIRMAN COATES: Any other comments?

15 MS. HANSOHN: Mr. Chairman, I too am not
16 going to support this. I think it's pretty close to
17 being probably the best we can get, but there are
18 still some problems. I have some concern with that
19 hundred-thousand-dollar bond expiring when the 700th
20 house is built because it's like, okay, the house is
21 built, the bond expires, and then we have water
22 problems. I think that needs to be extended for a
23 longer period of time.

1 I also have a problem with the storage
2 tanks. I think that's going to be the most ugly
3 thing you've ever seen coming down 211 and 229 and
4 seeing those storage tanks right there. I think
5 there must -- there has got to be a better way to
6 provide the water that's needed. I cannot support
7 it.

8 CHAIRMAN COATES: Any other comments?

9 I would just like to say that I indicated in
10 the offset of our meetings that I would not support
11 anything that would be a liability to this county.
12 And I have heard from this report that the staff has
13 done everything possible with the consultant to
14 assure this county there would be no cost.

15 Water and sewer is a new venture for the
16 county and, yes, it is going to take people to
17 operate it. But we could have had two sewage
18 treatment plants on the Rappahannock River in the
19 Clevenger's Corner area.

20 And I indicated sometime ago when the
21 developer came in and wanted to build a sewage
22 treatment plant that I would support one sewage
23 treatment plant operated by this county to assure the

1 citizens what was being discharged into the
2 Rappahannock River, to protect the Rappahannock
3 River. And that's the reason I indicated at that
4 time that I would support one system run by this
5 county.

6 And as you know, we have had numerous plans
7 presented to us. But the plan that's presented to us
8 this evening was done by the county's consultant.
9 And with their help, I think we have got something
10 here that this county can afford to live with. So
11 with that, I'm going to support the motion.

12 Any other comments?

13 All those in favor of the motion indicate by
14 saying aye and raising your right hand, please.

15 MR. NIXON: Aye.

16 MR. LEE: Aye.

17 CHAIRMAN COATES: Aye.

18 MR. WALKER: Aye.

19 MR. CHASE: Aye.

20 CHAIRMAN COATES: Those opposed?

21 MS. HANSOHN: Aye.

22 MR. ROSENBERGER: Aye.

23 CHAIRMAN COATES: Thank you. The motion

1 passes.

2 Before we go into Item 2 on our agenda, we
3 have got some people that are standing, and I'm going
4 to ask for a short recess so maybe we can find seats
5 for them, please.

6 [Whereupon, there was a brief pause in the
7 proceedings.]

8 CHAIRMAN COATES: Those sitting in the
9 hallway, we have seats inside if you would like to
10 come in, please. Okay, as long as you're
11 comfortable.

12 Thank you. I would like to call this
13 meeting back to order, please. At this time we are
14 going to move to unfinished Planning Commission
15 business. Sam. John.

16 MR. McLEAREN: The item tonight is case No.
17 Z-403-04-1. That is a request by Centex Homes and
18 Kenneth Thompson and Minnie Thompson, New Wales,
19 South Wales Utility and South Wales, L.P. to rezone
20 1,754 acres from A-1, RA, R-1 and R-2 to PUD (Planned
21 Unit Development). The proposal would allow for up
22 to 774 dwelling units and 398,000 square feet of
23 retail and office employment space.

1 The property is located on Routes 211, 229
2 and 621 of Jefferson Magisterial District. The
3 County Comprehensive Plan designates this area for
4 commercial, low- and medium-density residential
5 development.

6 This is found on Tax Map 7, Parcels 1, 1A,
7 1B, 1C, 2, 2A and a portion of Tax Map 8, Parcel 1.

8 MR. EGERTSON: This case was considered by
9 the Board of Supervisors at a public hearing held on
10 November 17, 2004. And at that time, I indicated to
11 the board that the current application, inclusive of
12 the proffer document dated November 3rd, 2004, is
13 generally in conformance with the Comprehensive Plan
14 with regard to the land use issues. At that time,
15 the case was not ready for approval without benefit
16 of a water and sewer agreement, which is critical to
17 overall Comprehensive Plan compliance.

18 Prior to our previously scheduled meeting on
19 January 4th, I distributed to the board a memo dated
20 January 4th, 2005, which directly addresses the
21 language in the Comprehensive Plan which clearly
22 indicates the requirement of the plan to have a
23 regional public water and sewer availability to

1 support the village center development. It does
2 appear this evening that we now have a water and
3 sewer agreement in place which would serve to satisfy
4 the Comprehensive Plan with regard to water and
5 sewer.

6 I wish to draw your attention to several
7 documents which have been distributed to the board by
8 the staff over the last few weeks. In addition to
9 the staff memo regarding water and sewer as they
10 relate to the Comprehensive Plan, you have also
11 received some minor application revisions from the
12 applicant. These revisions are considered minor but
13 are noteworthy.

14 First, there is an amendment to page 75 of
15 the design review guidelines which gives the design
16 review committee 10 days to determine the adequacy of
17 an application rather than just 5 days, which was
18 considered too short a time frame.

19 And second, there is a set of revisions to
20 the proffers. Proffer No. 11.6 now requires the
21 completion of the proffered ball field prior to the
22 491st rather than the 691st building permit.

23 There are other minor revisions in Section 8

1 which insure that the water and sewer proffers and
2 the water and sewer agreement which you have just
3 considered are in harmony.

4 Tonight, at each of your places, I passed
5 out one final proffer revision which insures that the
6 school proffer as adjusted by the Consumer Price
7 Index is only permitted to go up and never to go
8 down, so that the minimum proffer for schools is
9 \$6,500.

10 All these revisions were requested by the
11 staff. And as I said, we are comfortable that they
12 are considered to be minor revisions.

13 Other documents that I wish to note were
14 provided as part of your previous package, in a memo
15 dated December 16, 2004, I highlighted a number of
16 positive aspects to the plan, and attached to that
17 memo I provided the board with a potential ordinance
18 to approve this rezoning as well as a potential
19 resolution to deny the rezoning that you can utilize
20 this evening should you take action.

21 This planned unit development rezoning
22 includes 774 dwellings, 398,000 square feet of
23 commercial space. The land planning incorporates the

1 concept set forth in Chapter 12A of the Comprehensive
2 Plan with the Main Street village center area, the
3 use of alleys and rear-loading garages, a mixture of
4 housing types, residential units over retail and
5 parking behind retail buildings. A village green is
6 included along with sidewalks and bike trails and
7 numerous recreational amenities. The land plan
8 incorporates a library site and two school sites.

9 There is a new and expanded commuter parking
10 lot proposed and 700 acres in land preserves which
11 give an edge to the village along with a substantial
12 proffer package, including approximately \$8,525 per
13 unit in cash for each of the 774 units.

14 While the planning staff is satisfied that
15 the land use aspects of the plan are sufficient for
16 us to find compliance with the Comprehensive Plan,
17 there will certainly continue to be debate about
18 various aspects of the plan. Is timing of the
19 commercial development adequate? Is the housing
20 diversity sufficient? Are the impacts of the
21 development adequately mitigated by the proffer
22 package? And have all the transportation
23 requirements been met?

1 At this time the staff is satisfied that the
2 application is in a form in which we can recommend
3 approval. Although I suspect that virtually everyone
4 present is by now very familiar with the application,
5 I feel that I should review the details once more in
6 light of the fact that there is likely to be action
7 this evening.

8 So with the board's indulgence, I would like
9 to cover the highlights of this application as it
10 stands this evening. To summarize the case again, at
11 774 dwelling units, those are broken down into 8
12 units for Habitat for Humanity, 12 second-story
13 apartments over retail space, 75 triplex single-
14 family attached units, 36 town house single-family
15 units, and 643 single-family detached units ranging
16 on lots from 40 to 140 feet wide.

17 There are 398,000 net square feet of
18 commercial floor space proposed, 144,000 square feet
19 of retail, 44,000 square feet of office employment
20 within the village retail area, and 210,000 square
21 feet of office employment outside of the village
22 core.

23 As I said, there is a minimum of 700 acres

1 of open space in a land preserve and river buffer
2 preserve. This area does include a 20-acre rough-
3 graded elementary school site and a 50-acre middle
4 school site. There are a riverfront park community
5 center and the Silver Dollar Lake Park, all of which
6 are private for the use of the community. And there
7 are bike trails and sidewalks throughout the
8 facility.

9 With regard to the density of the project,
10 it can be broken down into the commercial and
11 residential segment. The residential density of 766
12 units is based upon the Comprehensive Plan village
13 center plan, which indicates 750 units in the
14 southeast quadrant of the proposed service area plus
15 90 units of credit for the land preserve areas minus
16 the density allocations for two out-parcels which are
17 not included in this application. There are also
18 eight additional units to be provided for Habitat for
19 Humanity.

20 The commercial proponent of the project
21 conforms to the Comprehensive Plan in terms of the
22 area and location. The plan does not specify square
23 footage guidelines. Instead, the commercial density

1 should be judged based upon the capacity of the
2 infrastructure to handle the impact and based upon
3 whether the level of development is appropriate to
4 achieve the village concept contained in the village
5 center plan for Clevenger's Corner.

6 With regard to the land use plan and design
7 details plan for the project, it has evolved a great
8 deal since the initial application. The current plan
9 includes extensive open space, including a thousand-
10 foot buffer from the Rappahannock River consisting of
11 approximately 199 acres. Additionally, the land
12 preserve areas to the south of the development
13 contain approximately 505 acres. The detail design
14 of the village core does attempt to incorporate the
15 concepts, as I said, that are outlined in the
16 Comprehensive Plan, and I feel the application
17 succeeds to a reasonable degree.

18 There is a commitment to creating Main
19 Street and features two-story construction. That
20 does include residential apartments above retail
21 space. There are reasonably varied housing sites
22 incorporated which provide for some pricing
23 diversity, although each type is segregated from the

1 other.

2 There is a set of design guidelines for the
3 project which has been proffered. These guidelines
4 address many important concepts, such as minimizing
5 the number of front-loaded garages, maximizing the
6 use of porches and providing for additional treatment
7 of side elevations which face streets on corner lots.
8 By their nature, the design guidelines may be subject
9 to some interpretation and may prove difficult to
10 enforce. Nevertheless, they represent an effort to
11 address the finer details which could truly
12 distinguish this project.

13 The proposal includes several amenities
14 which set it apart from other similar developments in
15 the county. In addition to the land preserves, there
16 are recreational amenities to be constructed for the
17 residents of the Clevenger's Village community.
18 Another amenity which is noteworthy is the provision
19 of the trails and sidewalks throughout the
20 development, and that is detailed on sheet 5 of the
21 12-page land use plan that's proffered with this
22 development.

23 The project is proposed with a build-out

1 schedule which would propose to complete all the
2 residential units within approximately a six-year
3 period. In year one, the proffers would permit 125
4 units; years two through five, 150 units; and in year
5 six, there would be 49 units left, to reach a total
6 of 774.

7 The commercial space has also been
8 guaranteed to a limited degree. 15,000 square feet
9 would have to be constructed by Unit No. 290, which
10 would be early in year three, and 108,000 additional
11 square feet would need to be completed by Unit No.
12 490, which would occur in year four. This commercial
13 commitment does insure two pad sites, a grocery store
14 site, and both sides of the Main Street between Route
15 229 and the village green which constitutes
16 approximately one-third of the overall Main Street
17 development.

18 In terms of the land use plan and the
19 density and unit types, the neighborhoods that have
20 been identified in this development are named and
21 broken down into separate sections. The village
22 center neighborhood which is closest to the
23 commercial core is approximately 91 acres and would

1 contain 200 units. Then the golf course
2 neighborhood, which is the next furthest north, is
3 170 acres and 179 units. The manor house
4 neighborhood is 142 acres and 126 units. The
5 community center neighborhood is 211 acres and 173
6 units. And the rural residential neighborhood
7 furthest to the south is 258 acres with 96 units.

8 The density in units per acre for each of
9 those neighborhoods is progressively less as you move
10 from north to south, ranging from two units per acre
11 in the village to less than half a unit per acre in
12 the rural residential area. And the overall density
13 of those neighborhoods is just under one unit per
14 acre. Eighty-four percent of the units are
15 single-family detached, and we feel that the land use
16 plan does achieve our desire to concentrate as much
17 of the development to the north as possible and to
18 decrease the density as you move from north to south.

19 There is a detailed set of proffers involved
20 with this application. There has been a new set of
21 proffers. The latest set of proffers is dated
22 January 18, 2005. That set contains only minor
23 changes from the November 3rd proffer submission

1 which you received in advance of that November 17th
2 public hearing that was held at the middle school.

3 I would like to briefly summarize the
4 proffers and try to hit the highlights. Sections 1
5 and 2 of the proffers are general, but they are
6 important. They incorporate all supporting
7 documents, including the 12-page land use plan and
8 the Design Guidelines, both of which are critical.
9 Section 3 provides for the financial contributions.
10 The County of Culpeper does accept cash proffers in
11 rezoning requests in accordance with Article 29 of
12 the zoning ordinance and in accordance with the
13 applicable section of the Code of Virginia.

14 I would like to make a couple of notes about
15 cash proffers. Cash proffers are to be collected for
16 those units which would result from the rezoning
17 action. And therefore, proffers are normally only
18 paid for those units which are in addition to the by-
19 right density of the existing zoning.

20 Also, cash proffers must be spent as
21 designated in the proffer statement, but are limited
22 to capital costs attributable to the development.
23 Proffers may not be collected for operational costs.

1 With these points in mind, the staff has
2 prepared a proffer summary that I handed out at each
3 of your places tonight. Summaries such as this have
4 appeared in previous staff reports as well, but I
5 handed out a page to each of you that's entitled,
6 "Updated Proffer Analysis."

7 In looking at this, we made a couple of
8 assumptions that are important. Number one, we
9 considered the by-right density of the property to be
10 250 units. That could range over time to something
11 probably over 400 units, based on the staff's view of
12 the property. But in looking at this as
13 conservatively as possible, I assumed 250 by-right
14 number with 524 additional units being achieved by
15 this rezoning request.

16 There is a commercial library site proposed
17 that I valued at \$200,000, a school site graded and
18 provided with water and sewer stubs that I valued at
19 \$20,000 per acre, a raw school site for a middle
20 school that I valued at \$12,000 per acre. I would
21 note that with regard to transportation, the proffers
22 that I considered in this analysis were only the cash
23 proffer plus the cost of designing and constructing

1 the realignment of Old Bridge Road. I ignored all
2 the other transportation improvements which are
3 extensive but, for the purposes of this analysis, I
4 didn't think were appropriate.

5 And I should note that I assigned no value
6 to the water and sewer agreement or the water and
7 sewer facility involved with this rezoning request.
8 I assigned no value to the land preserves which are
9 700 acres that will be transferred to the county.
10 And I assigned no value to the right of way
11 dedication along Route 229 which is being provided
12 through the proffers although no improvements will be
13 constructed on the majority of that dedication.

14 So with those things in mind, I think you
15 should view this as, again, a conservative estimate
16 of the value of these proffers. And with those
17 assumptions, the grand total of education proffers
18 over 524 units is \$11,509 per unit; for public
19 safety, \$2,216 per unit; for transportation, \$1,767
20 per unit; library, \$382 per unit, for a grand total
21 of \$15,874 per unit.

22 Again, you could find this to be a low
23 figure if you added in a number of the other things

1 that have come along with this proffer package. But
2 conservatively, I think that's a fair estimate of
3 what the proffer package is worth. And it comes to a
4 grand, lump-sum total of \$8,317,976. So that's my
5 take on the cash and land value portion of the
6 proffers.

7 Section 4 of the proffers provides for
8 phasing. Again, the commitment to commercial
9 construction has been increased such that, in
10 addition to the pad sites and the grocery store,
11 there would also be 38,000 square feet, or
12 approximately one-third of the Main Street commercial
13 space, that would have to be constructed by the 490th
14 unit.

15 Section 5 addresses homeowners associations.

16 Section 6 addresses transportation. And
17 I'll just say that VDOT and the staff have accepted
18 these proffers as adequate.

19 Section 7 addresses environmental issues.

20 Section 8 of the proffers addresses water
21 and sewer. Again, we believe this section is now
22 consistent with the agreement.

23 Section 9 is a new proffer regarding solid

1 waste management, which was endorsed by the staff.

2 Section 10 provides for the 700-acre land
3 preserves and river buffer preserve, and this section
4 is now clear that the land preserves will be conveyed
5 to Culpeper County at our discretion.

6 Section 11 insures that buildings
7 constructed on Main Street in the village core will
8 be two stories and will include the 12 apartment
9 units over retail.

10 Section 12 addresses the Design Guidelines.

11 Section 13 addresses the eight units for the
12 Habitat for Humanity.

13 And I'll note that a fully executed and
14 notarized set of these proffers is in my possession.
15 And one side note with regard to the tracking of
16 these proffers, which are extensive, the way they are
17 laid out, they come in generally by phase.
18 Certainly, the transportation proffers come in by
19 phase. And each phase of this development, be it a
20 commercial site plan or a residential portion that
21 would include subdivision, will come through a formal
22 process, a formal approval process. Site plans go to
23 the Planning Commission. Subdivisions go to both the

1 Commission and the Board. So we will have ample
2 opportunity to checklist these proffers and to
3 collect them or enforce them with each stage of
4 development.

5 So I think that the tracking of proffers can
6 be adequately handled by the staff despite their
7 complexity. And I should also mention that, with
8 regard to the cash proffers, they come in in lump
9 sums with each phase. It's generally an accepted
10 practice that proffers are paid at the time each
11 building permit is issued. But in this case, they
12 will be collected in advance of the building permits,
13 again, in a lump sum with each subdivision approval,
14 which assists not only the county from a financial
15 standpoint but assists my office from a tracking and
16 administration standpoint.

17 With regard to transportation, I'll simply
18 summarize that the access plan that's involved with
19 this site, there would be one signalized full
20 intersection on Route 211 and one right-in/right-out
21 connection to Route 211; a signalized full
22 intersection on Route 229 with the proposed Main
23 Street; an unsignalized connection to Route 229 at

1 Manor House Drive, which is currently called Golf
2 Drive. There would be a signalized full intersection
3 on 229 at Community Center Drive which aligns with
4 the existing Berkshire Drive. There would be a
5 connection to Route 621.

6 The potential does exist for signalization
7 at Route 229 and 621. And additionally, the existing
8 signal at 229 and 211 will be upgraded substantially
9 to accommodate multiple lane additions.

10 Primary roads in the site will be Main
11 Street, which runs east from Route 229 and parallel
12 to Route 211. And the second main road would be a
13 spine road running from Route 211 south all the way
14 to Route 621. This spine road will not include any
15 individual driveway accesses and is intended to serve
16 as a way to keep the interior traffic off Route 229.

17 The applicant also will design and construct
18 the realignment of 622, which is Old Bridge Road.
19 And the only caveat with that is that the county must
20 secure the right of way which is not controlled by
21 Centex.

22 A traffic impact study and all proposed
23 improvements have been reviewed by VDOT.

1 The staff recommendation at this time, the
2 board has it before it a complete application
3 received in a timely manner and properly advertised.
4 A public hearing was held November 17, 2004. This
5 evening we have scheduled an additional public
6 hearing. Tonight the board certainly has all its
7 options open. You can vote on the request, table the
8 request, refer the request to the Planning Commission
9 for further consideration. I simply wish to make
10 sure you understand, you are no statutory time
11 constraint until approximately June of this year.

12 If the issues noted above require me to
13 answer any questions, I'll be happy to do that.
14 Otherwise, I believe that the application is ready
15 for your full consideration.

16 CHAIRMAN COATES: Any questions for John at
17 this time?

18 Before we hear from the developer or his
19 representative, I would like to make a few comments.
20 So that the Board of Supervisors may have the full
21 benefit of your comments this evening, it is our
22 desire to have an orderly hearing. As you come
23 forward, we ask that you state your name and your

1 magisterial district. Each speaker should limit his
2 remarks to no more than three minutes. Speakers are
3 encouraged to be direct, to the point, and as brief
4 as possible. This is not intended to be a debate.
5 Comments will be directed to this board. Unruly or
6 rude behavior will not be tolerated.

7 With that, I'm going to ask that the
8 consultant or their representative come forward at
9 this time.

10 MR. DAVIES: Mr. Chairman, members of the
11 board, I'm Butch Davies. I'm local counsel for the
12 applicants. Principal counsel is John Foote. We are
13 here with the Centex team this evening. We listened
14 carefully to the presentation made by staff. And I
15 think one of the things that is incumbent on us is to
16 acknowledge that this has been a lengthy process. We
17 are deeply appreciative of the time that staff has
18 spent working with us, both at the Planning
19 Commission level and at the Board level. The efforts
20 of staff frequently have gone beyond the call of duty
21 in trying to work out specific details and drafts.

22 We are appreciative of the public input that
23 we have received. As we have gone through different

1 presentations of the proffers, the public's input has
2 been provided and is reflected in a number of the
3 proffer statements that have been submitted and
4 agreed to by the applicant.

5 The same was true with comments from the
6 Planning Commission. A number of those comments
7 which were made by Planning Commission members have
8 been incorporated and have been made a part of this
9 proffer.

10 And we appreciate comments which you all
11 have made in prior meetings which have helped to give
12 additional direction and, in fact, have led to the
13 tweaking of some provisions to insure that it
14 conforms to your concerns.

15 Given the presentation made by staff, by
16 John Egertson, and the effort that has gone into
17 this, we don't believe tonight that it would be
18 appropriate for us to continue to impose on your
19 time. Staff has covered the essential terms of the
20 proffer. We are here to respond to any questions
21 that you might have. Mr. Foote, who was the
22 principal architect of the proffer on our side,
23 working with Dave Maddox, I think, have produced

1 truly an amazing document that significantly benefits
2 the citizens of this community.

3 So with that being said, I want you to be
4 aware that we are available to respond to your
5 questions, and this concludes our opening
6 presentation. Thank you.

7 CHAIRMAN COATES: Thank you, sir. Any
8 comments from the Board at this time?

9 We are going to open the public hearing here
10 this evening. If you would like to speak, feel free
11 to come forward. But remember as you come forward,
12 we'd ask that you give your name and the district
13 which you come from.

14 So at this time, the floor is open for those
15 that would like to speak. So feel free to come
16 forward at this time, please.

17 MR. HAGERTY: Mr. Chairman, Supervisors,
18 John Hagerty, Jefferson District. First, Fairfax.
19 Fauquier. Prince William. Stafford. Tonight,
20 Culpeper. I look at them as a domino, and we are the
21 last one standing. Culpeper, I think, is going down
22 tonight, and I'm asking you not to approve this
23 rezoning and not to approve this water sewer.

1 Now, I have been told -- and the staff has
2 done a great job, and I admire that -- that there
3 will be no impact. But I'm a resident of South
4 Wales, and tonight I hear that my average water bill,
5 which is \$24 a month, is going to go up to \$60. I
6 hear that I am going to look at three very
7 unattractive water towers.

8 Might we look to the west, at Rappahannock
9 County. What did they do in Rappahannock? Where did
10 they put their cell towers? They put them inside old
11 silos. That's right. Go out to Rappahannock and try
12 to find a cell tower. You can't because they are
13 embedded in old silos so that the rural character of
14 the land is retained.

15 We, the citizens of Culpeper, have elected
16 this board. You have the privilege of voting on this
17 tonight; we don't. So first of all, what I would
18 like to do, is I would like to ask your indulgence
19 that I ask for a hand vote of this audience.

20 CHAIRMAN COATES: Sir, you direct everything
21 to this board, please.

22 MR. HAGERTY: I am asking the chairman, I am
23 asking the board.

1 CHAIRMAN COATES: Please speak to the board.

2 MR. HAGERTY: Can I ask permission?

3 CHAIRMAN COATES: No, sir. You are
4 directing this board.

5 MR. HAGERTY: And --

6 CHAIRMAN COATES: Others will speak after
7 you, sir.

8 MR. HAGERTY: So you are denying me the
9 right to ask for a vote of this room?

10 CHAIRMAN COATES: Sir, I'm asking you to
11 direct your comments to this board at this time,
12 please.

13 MR. HAGERTY: Well, answer my question. So
14 I cannot ask for a vote of this room?

15 CHAIRMAN COATES: Not at this time, sir.

16 MR. HAGERTY: I know it has no power.

17 CHAIRMAN COATES: Sir, I --

18 MR. HAGERTY: But this -- these people --

19 CHAIRMAN COATES: -- I've answered your
20 question.

21 MR. HAGERTY: These people elected you to
22 your position.

23 CHAIRMAN COATES: And they will speak, sir.

1 Thank you.

2 MR. HAGERTY: Fine. All right, denying the
3 informal vote so that all of the sitting members of
4 the Board would have a better understanding of the
5 feeling of their constituency, perhaps that they
6 don't, I would ask for just another consideration, a
7 couple more considerations here.

8 We are talking about this increase in cost
9 of water. That's going to come close to \$500 a year
10 more for the residents of South Wales. \$500 more.
11 That's not even considering the cost of what the
12 additional time will be with regards to the cost of
13 the taxes, the county, the school. And I think that
14 the proffers are simply 30 pieces of silver. I would
15 ask you to protect the future of Culpeper County and
16 deny this rezoning and deny this water and sewer
17 treatment. Thank you.

18 CHAIRMAN COATES: Thank you, sir.

19 MR. DUCKWORTH: Mr. Chairman, members of the
20 Board, members of the Planning Commission, I'm Ken
21 Duckworth, and I'm Jefferson District. You know, I
22 don't like to sound redundant, but I feel that we
23 should all voice our opinions on the matter before

1 us. The impact that the Clevenger's Village
2 development will have on us as taxpayers will be
3 astounding. We never get enough proffers for these
4 developments. And after the developers are gone, we,
5 the old county established taxpayers, will bear the
6 brunt. My real estate taxes alone have gone up
7 55-1/2 percent since 1998. I'm not sure what 2005-
8 2006 brings us. Reports in the newspaper suggest as
9 high as 23 percent more.

10 The county is screaming that their budgeted
11 expenses are playing catchup because of unexpected
12 growth in needed services due to population growth,
13 growth that you have approved. We are becoming a
14 County of immigrants, not immigrants from other
15 countries so much, though that is part, but
16 immigrants from other counties who are trying to
17 escape growth and gridlock in adjacent counties.
18 Please vote Clevenger's down. This is just the tip
19 of the iceberg in that end of the county.

20 Thank you, Supervisor Rosenberger, for being
21 tough on this issue. The voters appreciate this
22 toughness. Why is it that the supervisors in favor
23 represent the most distant districts from Clevenger's

1 Corner? Thank you very much.

2 CHAIRMAN COATES: Thank you, sir.

3 [Applause.]

4 MR. COX: Good evening. Thank you for
5 letting me speak before you. My name is Bill Cox,
6 and I live off Route 621, a road that will be
7 dramatically impacted by the issue you are voting on
8 tonight.

9 As dedicated public servants, I'm sure each
10 of you have driven by on that road several times as
11 part of your assessment of the impact the proposed
12 Centex development will have on that. But let me
13 restate some very critical facts. 621 is, as you
14 know, a winding, narrow, hilly but beautiful little
15 country lane that passes by some of the most historic
16 houses and a church in this county. Many of those
17 structures were here at the time of the founding of
18 this country, including the officially designated
19 Jeffersonton Historic District, or historic
20 Jeffersonton Village.

21 On that county lane, in the one mile from
22 229 to the Baptist Church in Jeffersonton, there are
23 also two large cattle and grain farms, two large

1 horse farms, one large horse training facility and
2 boarding facility with both indoor and outdoor rinks.
3 These facilities alone generate a great deal of
4 truck, trailer and farm tractor traffic.

5 In addition, there are three private lanes
6 feeding into that road in that one mile that service
7 houses off 621, including a new, six-home subdivision
8 that you recently approved. Two of those lanes enter
9 621 at blind curves, at hills.

10 I have lived here 18 years and can assure
11 you that traffic on 621, because of new housing in
12 and around Jeffersonton, has increased dramatically
13 in quantity, but even more dramatically in speed.
14 But if this development passes, we ain't seen nothing
15 yet.

16 621 is actually a dangerous road. The
17 Ruritan Club of Jeffersonton asked the county sheriff
18 to do a traffic and speeding study. The overwhelming
19 majority of the cars passing through the counter were
20 well exceeding the 45-mile-an-hour and 25-mile-an-
21 hour limits set by the county. One was even clocked
22 at over 80 miles an hour at the Baptist Church
23 intersection. That's the facts as they are now. But

1 this development passes and the county approves an
2 egress and exit off Centex residential/business
3 traffic onto 621, it will have a devastating impact
4 on the lives and safety of we residents who must use
5 621 to get to our homes, farms and horse facilities.
6 And if that weren't enough, now, with all these
7 additional traffic lights that are going to be put
8 into this, many people coming down 211, to avoid
9 that, are going to turn down 621 to go to Warrenton,
10 to get to Route 17 and to get to Route 29.

11 Approving this plan as proposed will
12 certainly at least border on reckless endangerment of
13 the people who live here -- I want you all to think
14 about that -- and to us who must use 621 to get to
15 our places of business and homes. Thank you.

16 CHAIRMAN COATES: Thank you, sir.

17 [Applause.]

18 CHAIRMAN COATES: Anyone else like to speak?

19 MR. GRESO: Aaron Greso, West Fairfax.

20 Congratulations. You have decided to go into the
21 manufacturing business. The water and sewer plant is
22 more or less the manufacturing business. No, you are
23 not screwing nuts and bolts together, but you are

1 finding the raw material and adding value to it and
2 then providing a service.

3 I have been in the manufacturing business
4 for at least a few years. There are a few things
5 wrong with your sewer and water agreement. Make sure
6 you have a spare pump when the one goes down. You do
7 sort of have an additional or an experimental system.

8 But more to the point, when I was a little
9 kid, there used to be a saying that went like this.
10 Some people say it's half full, and some people say
11 it's half empty. There are two ways of looking at
12 things. But that's not the point. What I have found
13 through my life, it's not whether it is half full or
14 not, it is always full. A glass is always full.
15 Whether it's half full of water and half full of air,
16 it's still always full. What counts is what it's
17 full of. And that's what you have to look at, what
18 you are signing up to when you vote for Clevenger's
19 Corner.

20 I'm not for it. I don't think I ever have
21 been. But if you let it go the way it is, the people
22 who own the land there aren't going to do much at
23 all. You know, it costs at least a half million

1 dollars a mile to pave a county road. People who own
2 the land aren't willing, I don't think, to put up a
3 bunch of money to develop that property. Only with
4 the help of Centex are they willing to do that. They
5 may complain about the quality of their cracker-box
6 houses that they may be able to afford, but they're
7 not going to make too much money if they build that
8 kind of house. I don't see the value of the
9 Clevenger's Corner system. Perhaps their
10 representative could explain to people in West
11 Fairfax and Cedar Mountain how much value they will
12 be getting out of it.

13 I hope you make a good decision tonight. I
14 understand that this is a pretty good deal if you
15 compare it with a bad deal. But the least you can do
16 is look at it and see what it's full of. Thank you.

17 CHAIRMAN COATES: Thank you, sir.

18 [Applause.]

19 CHAIRMAN COATES: Anyone else like to speak?

20 MS. COX: I'm Ann Cox, Jefferson District.

21 When I was a child and I asked my parents for
22 something, sometimes they said no. And the reason
23 was, you can't always have everything you want. The

1 majority of the citizens of Culpeper County have said
2 no to this proposed development at Centex. This
3 development will impact traffic, water supply, water
4 purity, the environment, and cause higher taxes. So
5 the question is, why do we need this development?
6 The answer is, we don't. All the proffers offered
7 will not be necessary nor will the water and sewer
8 plant if the development is not built.

9 Please, don't change the ambience of this
10 county and turn it into another Fairfax. This will
11 only be the start of wall-to-wall development. Other
12 developers are just sitting like big spiders waiting
13 to jump on the bandwagon. As elected representa-
14 tives, please, don't say no to the citizens of this
15 county. Instead, say to Centex, you can't always
16 have what you want. Thank you.

17 [Applause.]

18 CHAIRMAN COATES: Thank you.

19 MR. MAYHUGH: My name is Doug Mayhugh. I'm
20 from Stevensburg District. I live about 12, 15 miles
21 away from this project, and I believe it is going to
22 have a big impact on my future in this county. I'm a
23 dairy farmer. I am one of the 15 left in this

1 county. I have been here six years. I'm a newcomer,
2 also. But I didn't bring a development.

3 And one of the things in listening to this
4 sewer package tonight, I don't think this county
5 would grant me an occupancy permit for a house if I
6 didn't have a well and drainfield in place, much less
7 me coming and asking you, well, can I move in and
8 pump and haul for a while? It doesn't make sense.

9 Another thing. The plant requires nine
10 county employees. With salaries, benefits, pickup
11 trucks, spare pumps, everything else, I don't think
12 that thing can be run just on salaries alone if you
13 paid them 50,000 a year with benefits. That's
14 450,000. It takes chemicals to run that plant, plus
15 a spare pump, parts, trucks, everything else.

16 So you take 700 and some houses, you add
17 South Wales to it, put it up a thousand, charge them
18 \$60 a month. That's \$480 a year times a thousand, is
19 480,000. It's coming up short.

20 The other thing this board needs to consider
21 is, not only do you have the sewer from the house,
22 you have got the storm sewers. You have got curb
23 gutters, and everything is going to flow down to the

1 Rappahannock. Hadn't anybody addressed that. And
2 with people wanting their yard looking like a golf
3 course and the fertilizers and the chemicals they put
4 on the yard to make it look real pretty, there is
5 going to be more pollution going down there than if
6 it was a working farm.

7 So I ask you to consider all these things
8 and consider the future of agriculture in this
9 county. And I would like to give it another 20 to 25
10 years in this county doing what I'm doing. But if
11 the board sees fit to approve this project, I don't
12 know if I'll last that long. And it just opens up
13 the door for everybody else out there wanting to come
14 in here. And I thank you for your time. Please deny
15 this. Thank you.

16 CHAIRMAN COATES: Thank you, sir.

17 [Applause.]

18 MR. HOLMES: Hi, my name is Dan Holmes. I
19 reside in the East Fairfax District. I'm here as
20 both a county resident and on behalf of the Piedmont
21 Environmental Council. A lot of the arguments I'll
22 mention here tonight you have heard before, so I'll
23 try to keep them brief.

1 Residential development never pays for
2 itself. It's a fact. We have seen it over and over
3 again. It must be the balance of residential and
4 commercial. But due to the late phasing of the
5 commercial for Clevenger's Corner, many of the
6 residential units will be built before the majority
7 of that commercial is in place. The commercial is
8 essential to us to offset the residential burden, and
9 we would hope the county would recognize this
10 shortcoming in the application.

11 On the absence of a proffer policy, we heard
12 here tonight the cash proffers per residential unit
13 are now a little over \$15,000. While this amount may
14 seem large, we are without a proffer policy, so we
15 really don't know whether or not it's enough, too
16 little, too much. We don't know. So again, you
17 know, without an active policy, if it's not enough,
18 rest assured the taxpayers will make up the
19 difference.

20 On transportation, on Routes 211 and 229,
21 routes that are considered major thoroughfares for
22 not only the county but for the region, we're talking
23 about four to five new lights. What's that going to

1 do for county residents and their travel times,
2 commuters, visitors?

3 And I know the water and sewer agreement is
4 not subject to this public hearing, but I do believe
5 esthetics is still within the limits. Two 20-story
6 water tanks at a gateway entrance to our county, this
7 will be a blight on the landscape, and I hope that
8 all of you can recognize that, not just for those
9 people that live in that area, but for anyone
10 entering our county.

11 I would hope that if you vote on this
12 application tonight, you would deny the rezoning. It
13 still hasn't met the needs of the county. We heard
14 here tonight that there is no rush to vote this. You
15 have until June. We would hope that you would at
16 least take this time to address the many issues that
17 not only you have heard from me, but you'll hear from
18 many speakers here tonight. Thank you.

19 CHAIRMAN COATES: Thank you, sir.

20 [Applause.]

21 MS. EDWARDS: I'm Jeanette Edwards,
22 Jefferson District. First, I request that this
23 application for rezoning be denied. Citizens, county

1 staff, planning commissioners, several supervisors
2 past and present, and experienced developers have
3 listed for you many very serious and real problems
4 with this plan. We have detailed how the proposed
5 plan would impact our county and our citizens
6 financially and environmentally and how it would
7 impact our health, safety and welfare, and our
8 overall quality of life.

9 The water and sewer agreement is only one
10 piece of the plan. Many remaining issues have still
11 not been resolved. And what we must pay for this is
12 far greater than what we might receive. You are
13 responsible for placing our vote on this issue, for
14 the decision on what you believe will benefit the
15 citizens in your districts and the county as a whole.
16 I ask that this decision be made with the facts and
17 realities from your perspective laid fully and
18 honestly on the table.

19 This process is intended to provide for
20 public participation in the issues that affect all of
21 us. As our turn to speak is completed tonight, I
22 respectfully request you inform us in your part of
23 the process. As you have done with many other

1 applications put before this board, before any motion
2 is put on the table tonight, please take the time to
3 address our concerns and questions about this
4 application. Please tell us and one another what
5 each of you understand to be the benefits of this
6 application and what remaining problems or concerns
7 you see.

8 Your discussion is critical. We need and
9 expect your thoughtful input and your perspective to
10 continue helping this county move forward, to prosper
11 and grow intelligently, in a manner that respects and
12 preserves our land and our resources and benefits and
13 supports the people for whom Culpeper County is home.
14 Thank you.

15 CHAIRMAN COATES: Thank you.

16 [Applause.]

17 MR. WEBB: Mr. Chairman, Board, I'm Don Webb
18 from Jeffersonton, Jefferson District. I have
19 noticed that most of the comments that you received
20 from the citizens are oriented towards this request
21 for zoning from the point of view that you are going
22 to approve it or disapprove it. It seems to be an
23 issue between the rights of a big company to make a

1 profit and the rights of a number of homeowners,
2 small property owners, to sort of preserve the
3 tranquility that they moved here to obtain.

4 However, what -- and most of the people are
5 saying that they are against the zoning change. But
6 perhaps this should be a two-step process. One,
7 decide, if you will, if you are going to approve or
8 disapprove this on the basis of the application
9 meeting the requirements of the Comprehensive Plan.
10 And then, if you decide that it does meet the
11 Comprehensive Plan, and there is some indication that
12 it does, then how about trying to make this village
13 the best little village in all of Virginia, and defer
14 a decision on approving the application until you
15 receive comments from the citizens of Culpeper County
16 on how to make this the best village in all of
17 Virginia.

18 Up until this point, people have been
19 saying, for various reasons -- and a lot of experts
20 have recommended that you not approve the application
21 based on the application. But assuming that you do
22 decide that you have to, for some reason, approve
23 this after all of our comments, now let's make it the

1 best little village in all of Virginia. And you
2 should accept additional comments to attain that
3 goal. Thank you.

4 CHAIRMAN COATES: Thank you, sir.

5 [Applause.]

6 CHAIRMAN COATES: Anyone else like to speak?

7 MR. DENISENKO: Good evening. My name is
8 Gordey Denisenko, and I'm from Jeffersonton. Some
9 weeks ago, I developed for supervisors and for my own
10 information a chart, and you have received that chart
11 showing, really, the entire development, how I
12 understand it from a technical viewpoint. I have
13 seen today that actually I was a little more
14 optimistic.

15 The proffer statement is poorly written and
16 full of eithers or ors. For example, there is a
17 statement, "Construction of the improvements shall be
18 completed or funds escrowed." Well, if this is a
19 serious developer why such a caveat?

20 There is another little detail. Says, on
21 all phase drawings for plat application, there is a
22 note. "All residential developmental locations on
23 proposed development are conceptual and subject to

1 change as determined solely by the applicant."

2 Excuse me, gentlemen. A land use plan is
3 based on full development and survey of the land. It
4 cannot be accepted. And you know the countries that
5 I worked on, it would have never been accepted.

6 Financial contribution. Culpeper doesn't
7 have a proffer policy. Therefore, how can you
8 accept, is it good, is it bad? Somebody mentioned
9 that before.

10 The county has been debating a construction
11 of the high school for a long time. We are reading
12 that in the newspapers. Now on the chart that I
13 developed, clearly shows when you are going to get
14 the grammar school. Well, what's going to be 500
15 students -- or actually, 500 houses, but will have
16 students that will have to go to some school. Which
17 school?

18 Retail commercial development is very
19 questionable, timing delayed and actually, the
20 applicant did not name even one potential shop owner.
21 If you read Culpeper Citizen of January 13, there is
22 a big statement saying that shops are closing in
23 Culpeper. This is the weakest part of the entire

1 rezoning idea.

2 A 150-foot water tank? Gentlemen, excuse
3 me. There are better ways of doing this. They are
4 more expensive. You do install a water pumping
5 station, and that's the way to go. No way 150-foot,
6 three tanks. This is going to ruin the county.

7 And finally, applicant should in good faith
8 advance financial contribution by one year starting
9 at the time rezoning is approved. This will be
10 necessary for the county to operate and function in a
11 timely manner. This -- any delay by the county --
12 remember, you are designing now. You are responsible
13 to design water, sewage, etc., etc. Who is going to
14 manage all of that? In my opinion, that's about five
15 hundred, half a million, \$750,000 a year.

16 And finally, the end result is that Culpeper
17 citizens will see increase in taxes during the entire
18 development because the development is financially
19 viable only for the applicant. I suggest you
20 postpone and you read that proffer very, very, very
21 carefully. There are so many caveats that it's not
22 even funny. Thank you for your attention.

23 CHAIRMAN COATES: Thank you.

1 [Applause.]

2 MR. BIRD: Ron Bird, Jefferson District. So
3 at long last, it comes down to the money. That's
4 what we are here to talk about, the money. If you
5 vote yes tonight, you'll set in train a process that
6 will cause, over the next several years, more than
7 \$400 million to change hands.

8 Now, where is that \$400 million coming from?
9 It's not coming from many people here tonight. It's
10 coming from people who aren't here, who want to come
11 here to find a nice place to live, a convenient
12 commute. That's how the realtors are advertising it
13 now, northern Culpeper County, a convenient commute
14 to Northern Virginia and Washington D.C. Yeah.

15 That's where the \$400 million will come
16 from. And they will come here, and they will pay
17 their money, and some of it will go to pay
18 Mr. Thompson for his land and pay for building
19 materials for houses and pay for sewage treatment
20 plants and pay for paving streets and pay for
21 carpenters and plumbers and electricians to build
22 houses. I hope some of them will live in Culpeper
23 County. We have got a lot of good people here who

1 need jobs. I hope the builders that are going to be
2 building that will use some of them. I haven't heard
3 any assurances of that.

4 And of that 400 million, of the cash,
5 according to what John was saying, a little over 6
6 million will be coming to the county in the form of
7 proffers to help offset the cost that those people
8 are going to come here and bring with them, their
9 children who need schools, their fire protection and
10 police protection that they need, their road
11 improvements that they need and so forth. The
12 question you have got to answer before you vote
13 tonight is whether or not that \$8 million in proffers
14 is enough.

15 Now, if you ask -- you can always ask for
16 more and push for more. You can say no tonight, it's
17 not good enough. And you -- who will pay? It won't
18 be Mr. Thompson. It won't be Centex. It will mean
19 the price of the houses will go up. In this market,
20 you push for more, the price of the house will go up,
21 and the people that are coming here will wind up
22 paying more of the costs they are bringing here, and
23 that's only fair.

1 If you vote yes tonight, you should do it
2 with a full certainty that the current proffers are
3 fully adequate to pay all the costs. If you are
4 wrong, the taxpayers of everywhere in this county,
5 the furthest corners of this county, will pay for
6 your mistake and miscalculation. I wish we operated
7 under a system where you members of the Board of
8 Supervisors had to make up the difference if you make
9 a fiscal mistake. Unfortunately --

10 [Applause.]

11 MR. BIRD: -- we don't. But if we did, I
12 wish you would make your decision about voting
13 tonight as if that were the case, as if your house
14 and your salary were on the line; as if the education
15 of your children, being able to afford it, were on
16 the line if you make a mistake tonight. If you don't
17 feel that level of certainty, you do not have any
18 business voting yes tonight. Put it off. Ask for
19 more. Say no, this isn't good enough. Go for more.
20 Thank you.

21 [Applause.]

22 CHAIRMAN COATES: Thank you. Anyone else
23 like to speak?

1 MR. CABOT: Mr. Chairman, Perry Cabot
2 speaking for Concerned Culpeper Citizens,
3 incorporated and registered in the County of
4 Culpeper. We have attempted with three consultants
5 to distill the main points here before you.
6 Representing the two sides of the issue, I'm going to
7 try to play both roles. Mr. Burnett could not be
8 here this evening. One role will support the
9 applicant. One role will support the skeptical
10 public. This was prepared for two speakers. If I
11 run out of time, Mr. Roe will finish it.

12 Speaking for the support side to the
13 skeptic, "Mr. Septic, as you know, we are simply
14 applying to rezone this land so we can build your
15 village as we described."

16 And the skeptic then says, "Fine. But your
17 description does not completely fit the Comprehensive
18 Plan."

19 The supporter then says, "But your comp plan
20 is not clear. Besides, our studies show that our
21 proposal benefits you anyway."

22 And the skeptic then says, "Well, when you
23 say not clear, I guess you are talking about terms

1 such as mixed use, pedestrian friendly, concentrated
2 density. You've had two years to figure this out.
3 As far as your studies are concerned, they rely on
4 many debatable assumptions."

5 The supporter then would say, "No matter
6 what the assumptions, these things always work out in
7 the long run, just as the county financial analysts
8 said."

9 And the skeptic responds, "Well, in the
10 first place, Davenport was speaking of the average.
11 This is not average. Success depends on market
12 features. Some locations work better than others.
13 It depends on commute patterns and shopper routines."

14 The applicant might then comment, "Don't
15 worry. You'll get your tax dollar."

16 And the response is, "Well, a Lake Mason
17 study determined that Warrenton loses 40 cents of
18 every sales tax dollar spent by its residents, and
19 they have 3 million square feet of retail. Even with
20 passing shoppers from Rappahannock, this doesn't have
21 a prayer of doing better, especially when the grocery
22 does not arrive until the year 2011, as the tap
23 connection schedule now confirms."

1 The supporter says, "Okay. So it takes a
2 little longer. So what. That's normal.

3 The response is, "Even if it were beginning
4 to turn a profit in 10 years, what are we supposed to
5 do in the meantime while it's running a deficit?
6 What if two more villages get built the same way?"

7 "Well, you just do what others do. You make
8 it up with commercial elsewhere."

9 And the response is, "You mean like downtown
10 where Blue Ridge Woodworkers, Kirsten's, Art Supply,
11 and they closed even because the town, with its
12 history, could not draw the people?"

13 "But we have done what you asked. We've
14 incorporated numerous new urban features in the
15 design."

16 "But you forgot the most important one. A
17 successful village is like assembling uranium for an
18 atom bomb. You have to have a critical mass.
19 Otherwise, it doesn't work. Your design has only
20 about two-thirds of the quality needs. The critical
21 mass requires 90 percent. Clevenger's Village will
22 have to be in the upper 10 percent of attracting
23 designs to succeed."

1 "And what makes you think that?"

2 "The National Council of Shopping Centers
3 paid by retailers to do the research. Results prove
4 it works. Standard malls and shopping centers are
5 struggling to survive. You are stuck in the 1970s.
6 To get the necessary boost here, you have to provide
7 a premium shopping experience."

8 Then he says, "Well, even if that all were
9 true, it's too expensive. We can't do it here."

10 And, "Too expensive to build an attracting
11 shopping environment? It's too expensive for you
12 because only your profit requirements are too high.
13 You should be concentrating on more and better
14 products, not just the profit margin. That's the
15 future. You are acting like a dinosaur."

16 "But you must admit, this is the best
17 package Culpeper has ever seen."

18 "That's probably true. It's also totally
19 irrelevant. These packages can only be measured
20 relative to actual impacts. We shouldn't make any
21 that don't generally pay for their own way."

22 "But the package does solve the major
23 problem of the wastewater treatment plant."

1 And the skeptic responds, "This could be the
2 best water sewer treatment in history, but it's only
3 one of the four legs on which this project stands.
4 The need is only to replace a failing private system
5 for which you or your partner is already responsible.
6 Are you saying the county should be responsible if it
7 goes bankrupt? Since when is the taxpayer the FDIC
8 for speculative ventures?"

9 About 30 seconds, sir.

10 "Of course not. But putting the treatment
11 plant aside, we could build 500 houses there without
12 building any stores or improving roads."

13 "No, you could put 216 approximately now,
14 another 2 or 300 every five years -- I mean, over 15
15 years. And according to the Department of Health,
16 your partner committed to a new treatment plant. If
17 you put in water and sewer septic for all of them,
18 where are you going to get the capital to do the new
19 treatment plant? You need the village volume.
20 Culpeper needs the village quality."

21 And he says, "Don't you realize these houses
22 will be about \$400,000?"

23 And, "Yes, it will be 397,000 on average.

1 But the county will have to pay at least \$1.20 for
2 each of the dollars received in those taxes to pay
3 for schools and services. The capital improvement
4 plan, \$91 million will not be paid for with that when
5 you're losing 20 cents on these deals. And then, on
6 top of that, you will be losing 60 cents on each
7 sales tax dollar to Warrenton and Fairfax. I would
8 say, you don't run your business that way, why should
9 Culpeper?"

10 Thank you, sir.

11 CHAIRMAN COATES: Thank you, sir.

12 [Applause.]

13 CHAIRMAN COATES: Any other comments?

14 We are going to close the public hearing.

15 Board members, discussion, motions, etc.?

16 MR. CHASE: The only thing in the way of
17 discussion, John, I'll say that I've never, in almost
18 24 years on the board and 5 years on the Planning
19 Commission, I have never studied an issue bigger than
20 this one or longer or more than this one. And as
21 much as I would like to be popular tonight, why, you
22 know, I'm totally convinced from my lessons here and
23 planning classes, geography dictates growth.

1 And like it or not, for a long time -- now,
2 personally, I wish that this county would never
3 change from 20 some years ago when I first came on
4 this board. But it is going to change. And so, if
5 you take that harder right rather than the easier
6 wrong, why, I'm going to make the motion to approve
7 the request with the proffers.

8 MR. NIXON: Second.

9 CHAIRMAN COATES: Motion seconded.
10 Discussion?

11 MR. ROSENBERGER: You wouldn't even give me
12 an opportunity to deny -- to turn down the motion at
13 all or deny.

14 MR. CHASE: No, we're all talking.

15 MR. ROSENBERGER: Mr. Chairman, I have got
16 some comments, but I'll hold them for a few minutes.

17 CHAIRMAN COATES: Any other comments by the
18 board members?

19 MR. WALKER: Mr. Chairman, as the last time
20 we met on this particular issue, I feel that the
21 Planning Commission needs an opportunity to look at
22 this, especially now that a water and sewer agreement
23 has been reached. I think the Planning Commission

1 needs an opportunity to go over all the proffers,
2 study the proffers, especially in the light of the
3 water and sewer agreement that we come to this
4 evening. I think they now will look at it in a
5 different light, because ever since they've had it,
6 they have not had a water and sewer agreement. So as
7 we have already stated many times in the past, that
8 we will not approve this until there is a water and
9 sewer agreement, so I think now that there is a water
10 and sewer agreement, I think it should go back to the
11 Planning Commission.

12 And I really like what Mr. Webb said, that
13 we should strive to make this the best little village
14 in Virginia. And so, I really think it should go
15 back to the Planning Commission and let them work at
16 that goal.

17 CHAIRMAN COATES: Any other comments?

18 MR. ROSENBERGER: Mr. Chairman, I would like
19 to have to have the opportunity to put a motion on
20 the floor for denial so you all could just turn it
21 down then and not this one. But in lieu of that, I
22 would hope that you would indulge me just a few
23 minutes in the comments that I would like to make

1 here.

2 We've followed this proposal now for about
3 two years or more. As we have heard the applicant's
4 development team, and we've heard that many times
5 over these many months, I wrote down quotes as we
6 went through meetings. And I would like to share
7 some of those quotes with you tonight, if you would
8 just indulge me.

9 One of the quotes is, and I quote, "Based on
10 studies we have created." And I think all of us know
11 that studies aren't created. Studies are supposed to
12 be conducted. But if you look at the figures on
13 revenue that were brought forth by the applicant and
14 then you look at what was told us by Davenport, who
15 is our financial advisor, you will find that they
16 were created, they certainly were not conducted.

17 Speaking to the water issue, and I quote,
18 "All monitoring wells are 250 feet or deeper, some of
19 unknown depths and some at 600." I'm within two
20 miles of this project and have got five wells. One
21 of them is 75 feet, one of them is 85 feet, one is
22 135, one is 150, and one is 185, all of which can
23 never be pumped down, more water than can be pumped

1 when they were drilled. So if we're monitoring water
2 at 250 feet and the majority of the wells in that
3 area are a whole lot shallower, it seems to me that
4 there is going to be a problem long before their
5 monitoring wells show it.

6 Given that, let's talk a little about the
7 water testing and the pump-downs that they did. It
8 was done in one of the wettest years on record. The
9 year prior to that, there were problems within the
10 existing development itself. Their consumption
11 exceeded their supply, which caused alarms to go off,
12 and mandatory water restrictions were put into place.
13 Those wells met the qualifications of our ordinance
14 as far as pump-downs, but they damn near ran out of
15 water, excuse my French. So I think that I'm not
16 comfortable at all with that. And I'm certainly not
17 comfortable with a hundred thousand dollars that's
18 supposed to solve a problem two years after the 700th
19 building permit.

20 And I quote from the development team,
21 "Fiscal impact results are based on school capital
22 costs." Certainly, they have got to be, because you
23 can't proffer costs other than capital. But I have

1 put a pencil to this before, and I have gone over it
2 with you before, and I will bear you the pain
3 tonight. The proffers don't cover the capital cost
4 of this development.

5 Here is an interesting one, and I quote,
6 "Present development and traffic will support
7 commercial." Sure, it will. I know it will.
8 Everybody in here tonight knows it will. That begs
9 the question, why is it so far down the totem pole?
10 Why are we going to have so much front-loading of
11 houses without commercial to try to offset that cost?
12 Because I don't think it's a big concern of the
13 applicant. I guess one thing, if you approve this
14 tonight, those stoplights may divert a little of that
15 traffic back toward Culpeper because they won't be
16 able to make that 10-minute run into Warrenton.

17 Here is an interesting one. "Proffers
18 cannot mitigate the impacts of development."
19 Certainly, we all know that they can't, but we know
20 -- certainly, I feel very confident that they can get
21 closer to mitigating that impact than what they are
22 right now.

23 Now, I'm going to give you another one, and

1 this is the only one I'm going to attach a name to.
2 And if you question the validity of any of these, I
3 suggest that you go to the tapes and listen again.
4 Steve Plescow, who was the gentleman with this
5 application with Centex, said in the November or
6 December meeting, I don't remember which, and this is
7 a direct quote, "The proffers fully mitigate the
8 impact of development of this proposal."

9 I don't believe that to be true. So we've
10 got one that says they can't do it and one that says
11 that they can. That kind of concerns me a little
12 bit.

13 Roads. The bulk of the road improvement,
14 the biggest one is at the intersection of 229 and
15 211. And it's going to come around the 691st
16 building permit out of 774? I hope all of you have
17 come up there and seen what's existing now as far as
18 traffic is concerned. I hope you have sat at some of
19 the intersections and tried to cross 229. It's a
20 chore. It's a chore.

21 With that, Mr. Chairman, I'll stop and just
22 make a couple other comments. I won't give you any
23 more quotes. According to a study that was conducted

1 -- and I said conducted, because it was, and this
2 Board commissioned it. It was done by the American
3 Farmland Trust, and it was touched on here tonight.
4 For every dollar that this county receives for
5 residential, \$1.22 goes back to providing services.
6 And in the tax year 2002, residential land uses
7 created a deficit of \$11.6 million in Culpeper
8 County. Just keep that in mind when we are talking
9 about all these big proffers.

10 The playing fieldfor the exclusive use of
11 these homeowners is not going to be completed until
12 the 491st building permit is issued. So let's just
13 round that up and make it simple. If it's 500 houses
14 and two people in each one, that's a thousand people
15 that will live in that development before they will
16 ever have the first soccer field, softball field or
17 anything else to play on.

18 Certainly, as a representative of this
19 district, I can tell you where they are going to
20 come. When they get to about 200, they are going to
21 be standing in here in the citizens forum and are
22 going to say, where is our recreational
23 opportunities? And then what are we going to do?

1 Nobody's addressed it here tonight. It
2 hasn't been addressed for a long time. There is an
3 out-parcel here that's on this present tract or
4 involved in this tract. We don't know what they are
5 thinking about doing with it. Seems to me you ought
6 to see the entire thing before you make a decision.

7 The entire proffered proposal is
8 front-loaded with houses and followed by any
9 amenities and improvements, especially the roads.
10 This is not smart growth. That's a buzz word. Smart
11 growth, you look at from a regional standpoint.

12 And I know when Delegate Davies was in
13 Richmond, we talked a lot about regionalism. The
14 impacts on this are going to be far outreaching, to
15 Fauquier and right on down the line. It is not smart
16 growth. It is certainly not planning from a regional
17 standpoint. It is not a perfect village center. You
18 can require perfect if you so desire.

19 The majority of the people that we represent
20 are opposed to this rezoning. The county certainly
21 does not need it in order to supply housing for
22 Northern Virginia. And most of the taxpayers that I
23 represent, Mr. Chairman, can't afford it. And with

1 that, I would strongly urge you to deny it. Thank
2 you.

3 [Applause.]

4 CHAIRMAN COATES: Thank you.

5 [Applause.]

6 CHAIRMAN COATES: Thank you very much. I
7 think you have made your point very well. Thank you.
8 Any other comments here this evening?

9 MR. NIXON: Mr. Chairman, I have a couple.
10 First, I would like to thank all the citizens who
11 have come out and have been very diligent in giving
12 us their opinions of Centex and the Clevenger's
13 Corner development. I would like to have heard from
14 more of the Culpeper citizens rather than the ones in
15 the immediate area, although I think you have a right
16 to be here. Certainly, you have been impacted, and I
17 would be here if I were you as well. But I would
18 like to have heard from some of the other citizens of
19 the county to get a broader representation of
20 Culpeper County as a whole.

21 But getting to the heart of the matter in
22 terms of the proffers that the developer is offering,
23 I have done a little research and analysis of my own,

1 as Mr. Rosenberger has done. Unfortunately, my
2 numbers differ slightly from his.

3 MR. ROSENBERGER: Where did you go to
4 school?

5 MR. NIXON: Not to Culpeper.

6 MR. ROSENBERGER: That might be your
7 problem.

8 MR. NIXON: That might be. In terms of the
9 cash proffers for schools, the 774 units at \$6,500
10 each is around \$5 million.

11 MR. ROSENBERGER: And 31,000, to be exact.

12 MR. NIXON: And 31,000, I got that. In
13 terms of land that they are giving us, 60 acres for
14 two school sites, I just rounded that at \$10,000 an
15 acre, which is probably low. If you are trying to
16 buy land in Culpeper now, you know that \$10,000 an
17 acre is pretty low. So that's \$600,000. So just in
18 schools alone, we are getting \$5,631,000.

19 The school oversight committee is in the
20 process of doing an assessment of how many students
21 we are getting per house, and it does vary some with
22 different areas. The county did a study a while
23 back, and the Clevenger's Corner area, or South

1 Wales, we were getting about .44 students per house.
2 So if that holds true, with 774 units, that gives us
3 about 340. So if you do the math and divide the
4 5,600,000 by 44, or 340 students, that's \$16,534
5 contribution towards education per unit, which is not
6 too bad.

7 The water and sewer agreement, we have
8 already gone over. But the way I looked at the water
9 and sewer agreement, Clevenger's Corner needs 450,000
10 gallons in order to support their development. The
11 other 150,000 gallons that they are building is for
12 the benefit of the county. If the county were to add
13 on the 150,000 gallons to the Centex proposal, it's
14 about \$800,000 for the incremental increase. If we
15 had to go out and actually build 150,000 gallons
16 ourselves, then the cost is significantly higher.

17 So what I did is took the total cost,
18 divided by the number of gallons, came up with a
19 price per gallon, which gives, in my estimation, a
20 realistic figure of how much it costs for water and
21 sewer. So if you do the math again, it's about a \$5
22 million contribution for water and sewer over and
23 above what they were using.

1 The fire and rescue, we're getting a million
2 one forty-nine. The land preservation, the land
3 preserve, John of the planning staff did not give any
4 -- did not add any costs or did not consider the cost
5 of the land preserve. I think that the land preserve
6 is certainly worth something. Now, in my estimation,
7 I put down \$7,500 an acre, which comes up to about \$5
8 million, or \$5.2 million in additional proffers for
9 the county.

10 Now, we are not paying for the land
11 preserve, they are giving it to us. It's going to be
12 used for recreation in a buffer zone, which I think
13 is certainly necessary for this development. So
14 anyway, altogether, if you add those up, including
15 the road improvements, altogether, the road
16 improvements are about \$10 million by -- in the
17 estimation of the developer and, also, I checked this
18 with the planning staff, and they don't disagree with
19 that.

20 In my estimation, about 4 million of that is
21 actual proffers over and above what they need for the
22 development, which is the right of way, and so that
23 -- that's \$525 per unit we are getting over and

1 above. So all of that together comes up to about \$21
2 million, which is certainly a little higher than what
3 John had come up with, but I think it's a pretty good
4 proffer package for the county.

5 I agree that we don't have a proffer
6 statement or proffer package -- a proffer statement
7 in effect, but we certainly are working towards that
8 end. Based on comparisons in other counties -- and
9 you have seen articles in the paper comparing what we
10 are getting with other counties. Culpeper is
11 certainly right up there with proffer statements that
12 are in other counties and surrounding counties. In
13 my estimation, it's certainly not a bad deal for the
14 county.

15 The other thing that I have been looking at
16 is, growth is coming, because we are not running out
17 of people to buy the houses. If people would stop
18 moving to Culpeper -- and not that I'm asking that
19 they do that -- then the market for these
20 developments would probably fade away.

21 The other thing, when I moved to Culpeper
22 years ago, about 20 years ago, Culpeper welcomed me
23 with open arms. Most of you in this room, when you

1 came to Culpeper, we welcomed you with open arms. If
2 this development is built, then we'll probably
3 welcome those people with open arms. I don't see any
4 way that we can shut down the county or we can deny
5 people the right to move here and enjoy what we have
6 in Culpeper.

7 Is Culpeper changing? Absolutely. It's
8 changed in the last 20 years since I have been here,
9 and it will probably continue to change. Growth is
10 coming, and I don't -- I think we need to try to
11 embrace it. In my estimation, we are putting in
12 place a development that meets the Comprehensive
13 Plan. It is endorsed by the staff. We have had
14 consultants look at it in terms of the water/sewer
15 and the water supply, and all of them agree that the
16 plan will support itself. And because of these and
17 the other reasons, I'm going to support the motion.

18 CHAIRMAN COATES: Any other comments?

19 MR. LEE: Mr. Chairman, first I would like
20 to thank all the citizens who came and spoke. Most
21 importantly, the way you have handled yourselves, you
22 are to be commended. Also, I would like to thank the
23 staff for their diligence in this matter. They took

1 the basic principles from the board and never
2 wavered.

3 Over a period of time, we have heard in
4 public forum comments from our citizens which have
5 helped mold this project to what it is today. No
6 matter what the outcome, many of you have become part
7 of the solution. For this board and some members of
8 this board, you have heard a lot of good reasons why
9 we should rezone this property. Proffers for roads,
10 schools, fire and rescue, plus the construction of a
11 water and sewer plant, thus taking care of the
12 concerns of citizens in the Jefferson District.

13 My decision has not been easy. Taking all
14 this into account and listening to all of your
15 concerns, I believe it is in the best interest of
16 Culpeper County to rezone this property, and I would
17 support it.

18 MS. HANSOHN: Mr. Chairman, I want to be
19 rather selfish tonight because I'm only going to talk
20 about Catalpa residents. And citizens -- and I have
21 heard from quite a few of them the last few years
22 about this project, and I have yet to have one
23 Catalpa resident say that they approve of this. The

1 reason is, we don't benefit from this. We use 229 to
2 get to work, many of us, and it is going to be harder
3 to go through five lights when we have to get to
4 work, more congestion.

5 As much as I like the people in South Wales
6 and new people coming, we don't want to raise our
7 taxes to pay for your sewer. And I don't care if
8 they say the user fees are going to be pay for their
9 personnel, somehow that never works out. So Catalpa
10 residents will be paying higher taxes for this plan.

11 As far as the proffers for the schools,
12 Mr. Nixon said they are about \$5 million. That's a
13 one-time thing. An elementary school costs about \$10
14 million. We are facing a capital project for the
15 schools now. What is it, \$90 million? But we are
16 going to get \$5 million from this project.

17 I think the problem is that this project
18 isn't in the best interests of all the citizens of
19 this county and definitely not Catalpa.

20 The other issue is, the village center
21 concept, I think, was put in place -- and I wasn't
22 here then, but it was supposed to create an area
23 where higher densities could go. And that's all well

1 and fine, but this board failed to put in the
2 ordinances that reduced densities on the rest of the
3 county. So now what we have is sprawl. We have the
4 huge densities; now we have the sprawl. And that's
5 our fault.

6 But I think the thing that bothers me the
7 most is, our staff said this proposal will meet the
8 minimum, the minimum requirements of our
9 Comprehensive Plan. I believe the people in Catalpa,
10 I believe the people in the rest of the county
11 deserve better than minimum. So the idea that this
12 project is going to be wonderful, it's not.

13 I like the idea of sending it back to the
14 Planning Commission. Let's get it right. I'm a
15 realist. I know that there will be a village there
16 some day. But this isn't right yet. What's the
17 hurry? Catalpa people are not in a hurry to pay for
18 it. I will not support this.

19 [Applause.]

20 CHAIRMAN COATES: I think everyone has had
21 an opportunity to speak.

22 MR. ROSENBERGER: Mr. Chairman.

23 CHAIRMAN COATES: I'm sorry, sir.

1 MR. ROSENBERGER: I want an opportunity to
2 just to make one more comment.

3 CHAIRMAN COATES: Yes, sir.

4 MR. ROSENBERGER: But I want -- you go right
5 ahead.

6 CHAIRMAN COATES: I'll allow you to speak.
7 I'm sure others might want to speak.

8 I remember a few years ago when we were --
9 after I came on board, we were looking at the village
10 center concept, and especially looking at this area
11 of the county. And we moved the village center from
12 Jeffersonton out to Clevenger's Corner. I voted for
13 that. And the reason I did, I knew that water and
14 sewer was going to be a mayor issue to support a
15 village center.

16 And Mrs. Hansohn touched on some of the
17 things that I agree with. Yes, past mistakes, we
18 made them. For example, I think that 3- and 5-acre
19 lot was done back in '88, I believe, and at the time
20 it sounded great. But today, that's why we have all
21 this sprawl all over this county. And I think at
22 that time, when the village center concept came
23 online, it had some real thought been given to what

1 we were trying to do here, as a cluster where people
2 can walk to shops and discourage getting in a car
3 just to go to a store.

4 But if we looked at this area and looking at
5 the primary roads coming together there, and my
6 feeling was that if this area had to be developed,
7 certainly, most of the traffic would utilize the
8 primary road system because it's all oriented -- this
9 whole development here is oriented toward 211 as well
10 as South Wales development, if you look at it. And
11 as you know, we have got some developments pending on
12 the other side of 211. And I believe, in checking
13 with John sometime ago, I think -- and he might
14 correct me if I'm wrong, but I think we were looking
15 at 1,800 units. Was that correct, roughly?

16 MR. EGERTSON: In other words like this, in
17 the overall --

18 CHAIRMAN COATES: What would be the entire
19 -- what we would call the village center.

20 MR. EGERTSON: It's a set of 1,500.

21 CHAIRMAN COATES: Fifteen hundred?

22 MR. EGERTSON: Yes, sir.

23 CHAIRMAN COATES: Fifteen hundred. Okay. I

1 beg your pardon.

2 And the unit that lies across 211, that
3 developer came to us sometime ago and asked to build
4 a sewage treatment plant, and we discouraged that.
5 And at the time, since that time, we have got a
6 system in South Wales that's failing. We don't even
7 have fire protection. I understand you had fire
8 hydrants that didn't work, and that's one reason you
9 have got to get these tanks aboveground, to show that
10 we've got water, for example, to get the currents on.
11 You have got to have some gravity flow. I mean, it's
12 just -- and I understand pumps do work, but it takes
13 something to run a pump.

14 But I'm going to support the motion because
15 I was a part of creating the village concept in this
16 particular area. And if you remember back,
17 gentlemen, ladies, we looked at 3,000 some lots at
18 one time right in this area, and now we are down to
19 700 and some lots. And I differ with the staff on
20 the by right, and I think the planner was probably
21 correct in his assumption because he was -- certainly
22 wanted to be fair with us and with you as we
23 considered this. But I think there are more units

1 out there than was indicated here that you could do
2 by right.

3 So if you look at the total build-out of
4 this area -- and Mr. Rosenberger made a good point.
5 See, we don't really know what's going to happen with
6 some remaining residue. That's true. There's a lot
7 of land out there we don't know what's really going
8 to happen. We are just going to have to monitor it
9 and do our best, or future boards will have to do
10 that. But I am, again, going to support this motion
11 because I was a part of creating this. And I said in
12 the offset, if somebody wants to develop this, it's
13 going to have to be a standard acceptable to me.

14 When I first looked at this, transportation
15 was an issue that really bothered me because of this
16 intersection. And I know that some of these signals
17 and some these intersections don't come online like
18 we would like. I'd like to get all of the roads
19 built right up front and all the signals put in
20 place. But as they are needed, they will be put in,
21 and that's a proffer for them. And the only thing
22 we're going to be responsible for is trying to
23 acquire a piece of property where 622 comes in which

1 is going to be realigned. And several years ago I
2 tried to move 211 to realign with that, but that --
3 the intersection was moved back to where it is at
4 this present time, because I wanted to make it more
5 at right angles.

6 And we talked about the commercial. It's
7 true, we can't get all the commercial we want at this
8 time. But if Mr. Epstein does his property on the
9 other side, I think it's going to compliment this
10 area.

11 And again, I just feel that this plan is --
12 maybe we could have done better, but I have to
13 commend the staff on what they have accomplished here
14 with this. And so, I'm going to support the motion.
15 Thank you.

16 Mr. Rosenberger, you had some comments.

17 MR. ROSENBERGER: Yes, sir, just as a
18 rebuttal -- not a rebuttal. I don't want to start a
19 debate because we all want to go home. But,
20 Mr. Chairman, if roads are your concern, you have the
21 ability to have those roads up front. But you can't
22 do it if you approve this thing tonight.

23 Mr. Nixon, I'd just, as a caveat to

1 something you said a little earlier, in Culpeper
2 schools they teach you to compare apples to apples
3 and not apples to oranges. If you look at 4.4
4 students per house in the present South Wales
5 community, you are looking at a detached single-
6 family housing development versus a mixed-use
7 development that's going to have triplexes and town
8 houses. So I don't think that those figures will
9 hold water. Thank you.

10 CHAIRMAN COATES: Thank you, sir. Any other
11 comments?

12 The motion on the floor is to approve this
13 development as presented to us this evening. All
14 those in favor of this motion, indicate by saying aye
15 and raising your right hand, please.

16 MR. NIXON: Aye.

17 CHAIRMAN COATES: Aye.

18 MR. LEE: Aye.

19 MR. CHASE: Aye.

20 CHAIRMAN COATES: Those opposed?

21 MS. HANSOHN: Aye.

22 MR. WALKER: Aye.

23 MR. ROSENBERGER: Aye.

1 CHAIRMAN COATES: The motion carries. Thank
2 you. I would like to thank all of you for coming
3 this evening and for being a part of this.

4 [Whereupon, the hearing recessed at 9:13
5 p.m. and reconvened at 9:22 p.m.]

6 CHAIRMAN COATES: The meeting this evening
7 has not been adjourned, and I would like to hear a
8 motion to adjourn this meeting, please.

9 MR. NIXON: So moved.

10 CHAIRMAN COATES: Thank you. We stand
11 adjourned.

12 [Whereupon, the hearing adjourned at 9:22
13 p.m.]

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1 CERTIFICATE

2 State of Virginia }
3 County of Fauquier } ss:

4 I, Debra A. Copeland, Notary Public in and
5 for the State of Virginia, do hereby certify that I
6 reported by stenographic and electronic means the
7 hearing styled on the title sheet hereof, taken at
8 the time and place shown and that the foregoing pages
9 constitute a true and accurate transcript of said
10 hearing, to the best of my ability.

11 I further certify that I am not related to
12 any of the parties, nor am I employed by or related
13 to any of the attorneys representing the parties, and
14 I have no interest in the outcome of this matter.

15 GIVEN under my hand this 4th day of
16 February, 2005.

17

18

Notary Public

19

My commission expires:

20

June 30, 2006.

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